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MAR-17-00 12:14 FROM: BARNES WALKER CHARTERED  
DIVISION OF CORPORATIONS

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From: Account Name : BARNES WALKER, CHARTERED  
Account Number : 102371002705  
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LIMITED LIABILITY COMPANY

B. O. H. Investments, L.L.C.

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**ARTICLES OF ORGANIZATION  
OF  
B. O. H. INVESTMENTS, L.L.C.**

00 MAR 17 PM 3:00  
B. O. H. INVESTMENTS, L.L.C.

**ARTICLE I  
Name**

The name of the limited liability company ("Company") is **B. O. H. INVESTMENTS, L.L.C.**

**ARTICLE II  
Address**

The mailing and street address of the Company's principal office is 3119 Manatee Avenue West, Bradenton, Florida 34205.

**ARTICLE III  
Duration**

The period of duration for the Company is perpetual.

**ARTICLE IV  
Registered Agent and Office**

The name of Company's initial registered agent in Florida is Garret T. Barnes. The address of Company's registered office in Florida is 3119 Manatee Avenue West, Bradenton, Florida 34205.

**ARTICLE V  
Management**

A. The Company is to be managed by the Members. Each Managing Member is identified as follows:

Garret T. Barnes, whose address is 3119 Manatee Avenue West, Bradenton, Florida 34205

Kevin S. Oden, whose address is 5708 Manatee Avenue West, Bradenton, Florida 34209.

Daniel C. Hardy, whose address is 5708 Manatee Avenue West, Bradenton, Florida 34209.

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B. A simple majority in interest of the Managing Member[s] shall have the authority to exercise all powers of the Company and to do all things necessary to carry out its business and affairs described in Florida Statutes Section 608.404, as from time to time amended, except:

1. Without having first obtained the prior written consent of a simple majority in interest of the Managing Members, no Managing Members shall cause or permit the Company to:

a. Refinance, mortgage, pledge, or otherwise encumber Company property, or;

b. File a petition in bankruptcy, make a general assignment for the benefit of creditors or application for other such relief available under similar laws or Regulations, or;

c. Sell, trade, exchange or otherwise dispose of all or a substantial portion of the Company's properties, or lease any Company property for more than ten (10) years.

If any Managing Member shall not object in writing to any other Managing Members's request for consent pursuant to this Article V within five (5) business days of receipt of such request, such Managing Member shall be deemed to have consented to the other Managing Members's request.

2. Without having first obtained the prior written consent of all of the Managing Members, amend these Articles or the Regulations of the Company to:

a. Reduce the ownership interest, rights, privileges, or benefits or enlarge the duties and obligations of the Members, or;

b. Enlarge the ownership interest, rights, privileges, or benefits or reduce the duties and obligations of the Managing Members, or;

c. Modify the duration of this Company, or;

d. Affect the rights or restrictions regarding the assignability of Member ownership interests, or;

e. Amend this Article V.

If any Managing Member shall not object in writing to any other Managing Members's request for consent pursuant to this Article V within five (5) business days of receipt of such request, such Managing Member shall be deemed to have consented to the other Managing Members's request.

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C. A "majority in interest" shall mean a simple majority, as determined by their ownership interest percentages in the Company, of the Member[s] of the Company.

#### **ARTICLE VI**

##### **Admission of New Members**

The Members of the Company do not have the right to admit new Members, but the Managers of the Company have the right to admit new Members in accordance with the Regulations of the Company.

#### **ARTICLE VII**

##### **Continuation of Business**

A majority in interest of the remaining Members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company.

#### **ARTICLE VIII**

##### **Voting Rights**

Each Member's vote on matters relating to the Company on which Members are allowed to vote will be weighted in proportion to their ownership interest percentage in the Company compared to all other such interests.

#### **ARTICLE IX**

##### **Profits and Losses Allocation**

Profits and losses will be allocated to the Members in accordance with the Regulations of the Company.

#### **ARTICLE X**

##### **Amendments**

These Articles may be amended by filing Articles of Amendment with the Florida Department of State signed by the Managing Members.

#### **ARTICLE XI**

##### **Commencement**

Pursuant to the provisions of Chapter 608, Florida Statutes, this Company shall begin in existence on March 16, 2000, at 12:01 A.M.

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00 MAR 17 PM 3:00  
SECRETARY OF THE  
FLORIDA DEPARTMENT OF  
STATE

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IN WITNESS WHEREOF, the undersigned Member has executed these Articles of  
Organization on this 16<sup>th</sup> day of March, 2000.

  
\_\_\_\_\_  
Garret T. Barnes, Managing Member

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MAR 17 2000

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statute Section 608.415 or 608.507, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the limited liability company is **B. O. H. INVESTMENTS, L.L.C.**
2. The name and address of the registered agent and office is: Garret T. Barnes, 3119 Manatee Avenue West, Bradenton, Florida 34205.

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: March 16, 2000.

  
\_\_\_\_\_  
Garret T. Barnes, Registered Agent

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DIVISION OF CORPORATIONS

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