



L00000007569

Cuthill & Eddy LLP
CERTIFIED PUBLIC ACCOUNTANTS
Limited Liability Partnership

W. Cuthill Jr., Partner
C. S. L. Eddy, Partner
V. J. Eddy, Partner
P. Eddy, Partner

June 22, 2000

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: BK Enterprises, LLC
Articles of Organization

800003303169--2
-06/23/00--01083--010
****125.00 ****125.00

Dear Sir or Madam:

Enclosed are the Articles of Organization for BK Enterprises, LLC and one check for the filing fees of \$100.00 for Articles of Organization and \$25.00 for Designation of Registered Agent.

Please contact my office if additional information is required.

Sincerely,

CUTHILL & EDDY LLP

Harry E. Harp, CPA

HEH/mrc

Enclosures

FILED
JUN 23 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L00-7569

Name	OK
Availability	6-27
Document Examiner	OK
Director	OK
Deputy Director	OK
Verifier	OK
Acknowledgment	OK
W. P. Verifier	OK

**ARTICLES OF ORGANIZATION
OF
BK ENTERPRISES, LLC**

The undersigned certifies that he is establishing a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further declares that the following Articles shall serve as the charter and authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this limited liability company shall be:

BK ENTERPRISES, LLC

The Florida mailing address and the Florida street address of its principal place of business is:

1031 W. Morse Blvd., Suite 200
Winter Park, Florida 32789-3750

FILED
09 JUN 23 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II

DURATION

The period of this Company's duration is perpetual, beginning with the date of filing with the Secretary of State of Florida.

ARTICLE III

MANAGEMENT

The business and affairs of this Company are to be managed by a manager or managers. This Company shall be initially managed by one (1) manager. The number of managers may be increased or decreased by resolution of the members amending the Regulations of the Company, but shall never be less than one (1). The name and address of the persons who shall serve as managers until the first annual meeting of members or until successors are elected and qualified are as follows:

Names

Florida Addresses

Kevin Robertson

c/o 1031 W. Morse Blvd., Suite 200
Winter Park, Florida 32789-3750

ARTICLE IV

MEMBERSHIP INTERESTS AND VOTING

There shall be two classes of membership interests in the Company, designated as Class A and Class B interests. All membership interests shall be issued in units. There are 100 units of Class A interests and 9900 units of Class B interests. Each unit of ownership shall have one vote on all matters on which such ownership interest is entitled to vote, either as a member or manager. The only difference between the classes of ownership interests shall be that Class A interests shall have voting rights and Class B interests shall have no voting rights, except as expressly provided in the Articles or Regulations of the Company. Voting on matters on which both classes are entitled to vote shall be by vote of the membership interests as a whole and not by class.

ARTICLE V

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by the written consent of the holders of not less than 75% of the Class A member interests in the Company. Determination of class of member interest and contributions required of new members shall be determined as of the time of admission to this Company. A member's interest in this Company may not be sold or otherwise transferred except with written consent of the holders of not less than 51% of the Class A member interests of the Company.

ARTICLE VI

BUSINESS CONTINUATION AND DISSOLUTION

This Company shall not be dissolved on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company. This Company may be dissolved by the written consent of the holders of not less than 60% of all member interests of both classes of the Company.

ARTICLE VII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and Florida street address of the initial registered agent and office for this Company is as follows:

Harry E. Harp, CPA
1031 W. Morse Blvd., Suite 200
Winter Park, Florida 32789-3750

FILED
00 JUN 23 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII

AMENDMENT OF ARTICLES

These Articles may be amended only by the written consent of the holders of not less than 60% of all member interests of both classes of the Company.

Executed by the undersigned on this 6.21.00 day of June, 2000.




KEVIN ROBERTSON

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated 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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Date: 6/21/00



HARRY E. HARP

FILED
00 JUN 23 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA