

# LO2000009630

## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

BBS Ventures, LLC

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_____	Art of Inc. File_____
_____	LTD Partnership File_____
_____	Foreign Corp. File_____
<input checked="" type="checkbox"/>	L.C. File_____
_____	Fictitious Name File_____
_____	Trade/Service Mark_____
_____	Merger File_____
_____	Art. of Amend. File_____
_____	RA Resignation_____
_____	Dissolution / Withdrawal_____
_____	Annual Report / Reinstatement_____
<input checked="" type="checkbox"/>	Cert. Copy_____
_____	Photo Copy_____
_____	Certificate of Good Standing_____
_____	Certificate of Status_____
_____	Certificate of Fictitious Name_____
_____	Corp Record Search_____
_____	Officer Search_____
_____	Fictitious Search_____
_____	Fictitious Owner Search_____
_____	Vehicle Search_____
_____	Driving Record_____
_____	UCC 1 or 3 File_____
_____	UCC 11 Search_____
_____	UCC 11 Retrieval_____
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Name Availability	
Document Examiner	DCC
Updater	DCC
Updater Verityer	DCC
Acknowledgement Signature	DCC
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Requested by: SK 4/23/02 10:00

Name \_\_\_\_\_ Date \_\_\_\_\_ Time \_\_\_\_\_

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## ARTICLES OF ORGANIZATION OF

### BBS VENTURES, LLC

The undersigned certifies that we have associated ourselves together for the purpose of becoming 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. We further declare 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 the limited liability company shall be BBS VENTURES, LLC, and its principal office and mailing address shall be 224 Stinson Drive, DeFuniak Springs, FL 32433, County of Walton, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

#### ARTICLE II

##### PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

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5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business of businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### ARTICLE III

#### EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

### ARTICLE IV

#### MANAGEMENT

The company shall be managed by the members or a designated member in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are:

Gregory D. Schmitt  
224 Stinson Drive  
DeFuniak Springs, FL 32433

Richard L. Brunson  
1760 Osprey Cove  
Niceville, FL 32578

Adlee G. Bruner  
66 Sawmill Road  
Bruce, FL 32455

#### ARTICLE V DURATION

This limited liability company shall exist until dissolved in a manner provided by law as provided in the regulations adopted by the members.

#### ARTICLE VI

##### INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 224 Stinson Drive, DeFuniak Springs, FL 32433, County of Walton, State of Florida, and the name of the company's initial registered agent at that address is Gregory D. Schmitt.

The undersigned, being the one of the original members of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of BBS VENTURES, LLC.

Executed by the undersigned at SANTA ROSA BEACH, County of WALTON, State of FLORIDA on April 19, 2002 and constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

By: Gregory D. Schmitt  
Gregory D. Schmitt


State of FLORIDA  
County of WALTON

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 608.407(1)(c) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is BBS VENTURES, LLC.

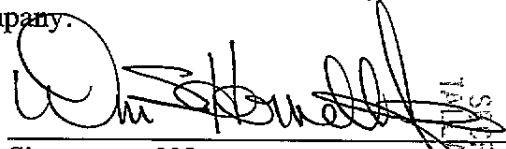
The name and address of the registered agent is Gregory D. Schmitt, 224 Stinson Drive, DeFuniak Springs, FL 32433, and the street address of the company's principal office where the agent is located is 224 Stinson Drive, DeFuniak Springs, FL 32433.

By:   
Gregory D. Schmitt

The foregoing instrument was acknowledged before me this by Gregory D. Schmitt on behalf of BBS VENTURES, a limited liability company.



William S. Howell, Jr.  
Commission # 00 828205  
Expires June 3, 2003  
Bonded Thru  
Atlantic Bonding Co., Inc.

  
Signature of Notary

Name of Notary (Typed, Printed or Stamped)  
Commission Number (if not legible on seal):

My Commission Expires (if not legible on seal):

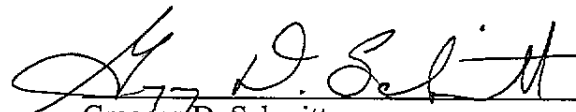
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Personally Known X or Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_

Having been named to accept Service of Process for the above stated limited liability company, at the place designated in these Articles, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 19<sup>TH</sup> day of April, 2002.

  
Gregory D. Schmitt