

NAME	Alpharetta, GA 30004 DOMESTIC FILING BND HOLDING COMPANY, LLC	RECEIVED 02 JUL -2 PN 1: 03 BHVISION OF CURPORATION
	Mr. David R. Poole 1640 Midland Court	
ORDER NO.	: 625276-001	800006160968 :
	: June 16, 2002 : 11:06 AM	The state of the s
	AUTHORIZATION: STUDIO SELECTION : STUDIO SELECTION	
	ACCOUNT NO.: 072100000032 REFERENCE: 625276 73405	

EXAMINER'S INITIALS:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:
The name of the Limited Liability Company is:
BND HOLDING COMPANY, LLC
ARTICLE II - Address:
The mailing address and street address of the principal office of the Limited Liability Company is:
9370 SAN MARINO CIRCLE, SUITE 305, NAPLES, FL 34114
ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:
The name and the Florida street address of the registered agent are:
DIAMOND J. NEELEY
Name
9370 SAN MARINO CIRCLE, SUITE 305
Florida street address (P.O. Box NOT acceptable)
City, State, and Zip
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. DIAMOND J. NEELEY By: see attached
Registered Agent's Signature
Article IV - Management (Check box if applicable.) The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.
(An additional article must be added if an effective date is requested)
Deborah D. Skipper
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

DEBORAH D. SKIPPER Typed or printed name of signee

> <u>Filing Fees:</u> \$100.00 Filing Fee for Articles of Organization \$ 25.00 Designation of Registered Agent \$ 30.00 Certified Copy (Optional) \$ 5.00 Certificate of Status (Optional)

MANAGING MEMBERS OF: BND HOLDING COMPANY, LLC



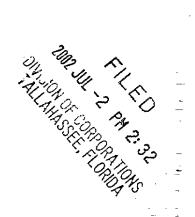
David R. Poole Managing Member

Michael R. Neeley Managing Member

Diamond J. Neeley Managing Member 1640 Midland Court Alpharetta, GA 30004

4032 Dover Avenue Alpharetta, GA 30004

9370 San Marino Circle Suite 305 Naples, FL 34114



ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF ORGANIZATION

Diamond J. Neeley, an individual residing in this state, having a business office identical with the registered office of the company named below, and having been designated as the Registered Agent in the above and foregoing Articles of Organization of:

BND HOLDING COMPANY, LLC

Diamond J. Neeley is familiar with and accepts the obligations of the position of Registered Agent under Section 608, Florida Statutes.

Typed Name: Diamond J. Neeley

LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Company ("CSC"), Delawate corporation qualified to do business in the State of Florida, as its attorney-in-fact for the corporation qualified to do business in the State of Florida, as its attorney-in-fact for the corporation qualified to do business in the State of Florida, as its attorney-in-fact for the corporation qualified to do business in the State of Florida, as its attorney-in-fact for the corporation qualified to do business in the State of Florida, as its attorney-in-fact for the corporation qualified to do business in the State of Florida, as its attorney-in-fact for the corporation qualified to do business in the State of Florida, as its attorney-in-fact for the corporation qualified to do business in the State of Florida, as its attorney-in-fact for the corporation qualified to do business in the State of Florida, as its attorney-in-fact for the corporation qualified to do business in the State of Florida, as its attorney-in-fact for the corporation with t liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this 2μ day of Tune, 2002.

DAUID POOL

Print Name of Signer

WITNESS:

MICHELE N. POOLE

Print Name of Witness