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# CAPITAL CONNECTION, INC.

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

BHP Holdings, LLC

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\_\_\_\_ Art of Inc. File \_\_\_\_\_  
\_\_\_\_ LTD Partnership File \_\_\_\_\_  
\_\_\_\_ Foreign Corp. File \_\_\_\_\_  
✓ \_\_\_\_ L.C. File \_\_\_\_\_  
\_\_\_\_ Fictitious Name File \_\_\_\_\_  
\_\_\_\_ Trade/Service Mark \_\_\_\_\_  
\_\_\_\_ Merger File \_\_\_\_\_  
\_\_\_\_ Art. of Amend. File \_\_\_\_\_  
\_\_\_\_ RA Resignation \_\_\_\_\_  
\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_  
\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_  
✓ \_\_\_\_ 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 \_\_\_\_\_  
\_\_\_\_ Courier \_\_\_\_\_

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**ARTICLES OF ORGANIZATION  
OF  
BHP HOLDINGS, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I – NAME**

The name of the limited liability company shall be **BHP HOLDINGS, LLC**

**ARTICLE II – ADDRESS**

The mailing address and street address of the principal office of the company shall be c/o  
**18110 Constitution Circle, Fort Myers, Florida 33912.**

**ARTICLE III – DURATION**

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

**ARTICLE IV – REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the State of Florida is **Raymond L. Schumann 27200 Riverview Center Blvd., Suite 103, Bonita Springs, FL 34134.**

**ARTICLE V – CAPITAL CONTRIBUTIONS**

The members of the company shall contribute to the capital of the company the cash, services or property set forth in the Corporation's Operating Agreement.

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TALLAHASSEE, FLORIDA

## **ARTICLE VI – ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions that effect the division on ownership to the company only on the unanimous consent of all the members.

## **ARTICLE VII – ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

## **ARTICLE VIII – TERMINATION OF EXISTENCE**

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there is at least one remaining member.

## **ARTICLE IX – MANAGEMENT**

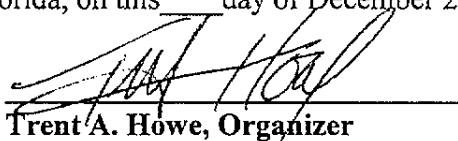
The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the managers/members of the company is:

<b>NAME</b>	<b>ADDRESS</b>
<b>Member Manager    Howe To, LLC</b>	<b>18110 Constitution Circle Fort Myers, Florida 33912</b>

Member                      Thomas D. Baumann                      16941 Shore Oaks E. Lane  
Holland, Michigan 49423

Member                      Christopher Parker and Nancy Parker                      15521 Blackhawk Dr.  
Fort Myers, Florida 33912

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Bonita Springs, Florida, on this       day of December 2004.

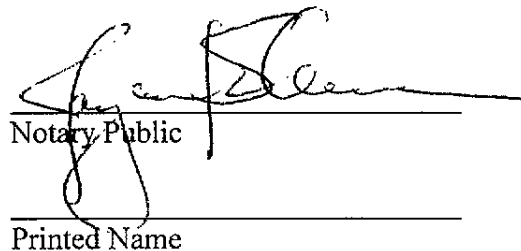
  
Trent A. Howe, Organizer

STATE OF FLORIDA

SS

COUNTY OF LEE

Sworn to and subscribed before me this 10th day of December 2004, by **Trent A. Howe** who is personally known to me or who produced \_\_\_\_\_ as identification.

  
Notary Public  
\_\_\_\_\_  
Printed Name


My Commission Expires: \_\_\_\_\_  
(Seal)



## ACCEPTANCE OF REGISTERED AGENT

RAYMOND L. SCHUMANN, having been the person named in the Articles of Organization of **BHP HOLDINGS, LLC**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at **27200 Riverview Center Blvd., Suite 103, Bonita Springs, FL 34134**, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes related to the proper and complete performance of his duties, and is familiar with and will accept the obligations of the position of registered agent.

Dated this 10<sup>th</sup> day of December 2004.

  
RAYMOND L. SCHUMANN  
Registered Agent