

LD5000091761

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

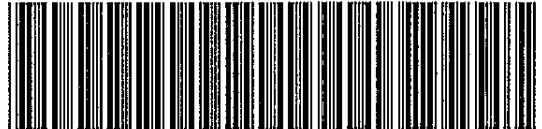
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600059056866

09/12/05--01017--003 **125.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 SEP 12 PM 12:38

N. Culligan SEP 19 2005

WILLIAM AKERS, III, P.A.

Attorney at Law

120 E. Granada Blvd.
Ormond Beach, FL 32176

Telephone: (386) 672-0420
Fax No.: (386) 672-0452

September 8, 2005

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: BG Properties of Florida, LLC

Dear Sir/Madam:

Enclosed herewith is the original and one copy of the Articles of Organization for the above-referenced LLC, together with a check in the amount of \$125.00 rendered as the filing fee, including designation of registered agent. Please send us a letter of acknowledgment at your earliest convenience.

Your prompt attention to this matter is greatly appreciated.

Very truly yours,



Dottie Benton
Legal Assistant

/dlb
Enc.

ARTICLES OF ORGANIZATION
OF
BG PROPERTIES OF FLORIDA, LLC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

05 SEP 12 PM 12:38

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 **BG PROPERTIES OF FLORIDA, LLC.**

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is 140 S. Atlantic Ave., Ste. 203, Ormond Beach, FL 32176.

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 dissolved earlier as provided in these articles of organization or in the Operating Agreement.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are G.G. GALLOWAY, 140 S. Atlantic Ave., Ste. 203, Ormond Beach, FL 32176.

ARTICLE V -- CAPITAL CONTRIBUTIONS

Contributions to the capital of the company shall be made by the members in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the Operating Agreement.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the Operating Agreement, 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 Operating Agreement 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 of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

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 a majority vote of all the remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by co-managers in accordance with Operating Agreement adopted by the members for the management of the business and affairs of the company. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the company not inconsistent with the law or these articles of organization. The name and address of the initial co-managers of the company are:

NAME

ADDRESS

CINDY GALLOWAY

1305 Oak Forest Dr., Ormond Beach, FL 32174

JILL BURT

117 Maple Avenue, Island Heights, NJ 07832

ARTICLE X -- INDEMNIFICATION

In addition to any other rights of indemnification permitted by the laws of the State of Florida as may be provided for by the company in its Operating Agreement or by any other agreement, the expenses of a member or manager incurred defending a civil or criminal action, situation or proceeding, involving alleged acts or omissions of such member or manager in his or her capacity as a member, manager or officer of the company, must be paid by the company, or through insurance purchased and maintained by the company or through other financial arrangements made by the company permitted by the laws of the State of Florida, as they are incurred and in advance of the final disposition of the action, suit or proceeding.

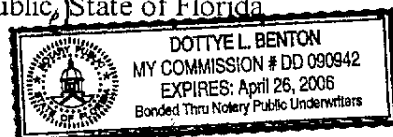
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Ormond Beach, Florida, on August 26, 2005


CINDY GALLOWAY

STATE OF FLORIDA
COUNTY OF VOLUSIA

Sworn to and subscribed before me this 26th day of August, 2005, by CINDY GALLOWAY, who has presented a Florida drivers license as identification.


Notary Public, State of Florida



CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.415, **BG PROPERTIES OF FLORIDA, LLC**, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is **BG PROPERTIES OF FLORIDA, LLC**.
2. The name and street address of the registered agent in Florida are:

G.G. Galloway

140 S. Atlantic Ave., Ste. 203, Ormond Beach, FL 32176

The undersigned, being the person named in the articles of organization of **BG PROPERTIES OF FLORIDA, LLC**, as the registered agent of this limited liability company, hereby accepts the appointment as registered agent simultaneously with the designation set forth in the articles of organization. The undersigned also consents to accept service of process for the above-stated company at the place designated in the articles of organization. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of her duties, and is familiar with and accepts the obligations of the position of registered agent as provided in Chapter 408, Florida Statutes.


G.G. GALLOWAY
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 SEP 12 PM 12:38