

LO9000029533

BCM 2009, LLC

(Requestor's Name)

1114 Thomasville Road

(Address)

Suite I

(Address)

Tallahassee, FL 32303

(City/State/Zip/Phone #)

850-222-8258

☐

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(Business Entity Name)

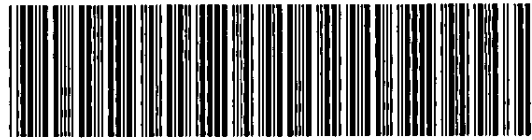
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

S. HAWKES

MAR 26 2009

EXAMINER

**ARTICLES OF ORGANIZATION OF
BCM 2009, LLC.**

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned adopts the following Articles of Organization for the purpose of becoming a limited company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. 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 BCM 2009, LLC., and its principal office shall be located at 1114 Thomasville Road, Suite I, Tallahassee, Florida 32303

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. Restaurant Business.
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 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.

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TALLAHASSEE, FLORIDA

The several clauses contained in this statement of the general nature of the business or 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 to 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 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 managing member of this limited liability company.

This Article may be amended from time to time in the regulations of the limited liability company be a unanimous vote of the members of the limited liability company.

ARTICLE IV

MANAGEMENT

This limited liability company shall be managed by one (1) manager. The initial managing member shall be Neal R. Boutin, Jr., whose address is 1114 Thomasville Road, Suite I, Tallahassee, Florida 32303. The members may elect a successor managing member annually at the annual membership meeting.

ARTICLE V

MEMBERSHIP RESTRICTIONS

All members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

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 limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

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TALLAHASSEE, FLORIDA

ARTICLE VI
PROFITS AND LOSSES

Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after payment of the expenses of conducting the business of the limited liability company, in accordance with their percentage of ownership. The distributive share of the profits shall be determined and paid to the members on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being March 25, 2009.

ARTICLE VII

DURATION

The limited liability company shall exist in perpetuity or until dissolved in a manner provided by law, or as provided in regulations adopted by the members.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 236 E 5th Avenue, Tallahassee, Florida 32303 and the name of the company's initial registered agent at that address is Jimmy Dye.

The undersigned, being the managing member of the limited liability company and member, certify that this instrument constitutes the proposed Articles of Organization of BCM 2009, LLC.

Executed by the undersigned at Leon, Florida on this 26th day of March, 2009.

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TALLAHASSEE, FLORIDA

WITNESSES

Cherise Capelin
Cherise Capelin

St - St

Steven W Stone

Cherise Capelin
Cherise Capelin

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Steven W. Stone

Cherise Capelin
Cherise Capelin

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Steven W. Stone

[Signature]
Neal R. Boutin, Jr., Managing Member

[Signature]
Van Champion, Member

[Signature]
F. Dewitt Miller, Member

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF LEON

BEFORE ME, the undersigned authority, personally appeared Neal R. Boutin, Jr., Van Champion and F. Dewitt Miller, who is known to me to be the person who executed the foregoing Articles of Organization, and acknowledge before me that he made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this 26th
day of March, 2009.



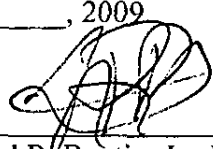
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CERTIFICATE OF REGISTERED AGENT

BCM 2009, LLC. located at 1114 Thomasville Road, Suite I, Tallahassee, Florida 32303,
names Jimmy Dye, as its Registered Agent in Florida to accept service of process within Florida.

The address of the Registered Agent is 236 E 5th Avenue, Tallahassee, Florida 32303.

DATED this 26th day of March, 2009


Neal R. Boutin, Jr., Managing Member

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TALLAHASSEE, FLORIDA

Having been named as Registered Agent and to accept service of process for the above-named limited liability company at the address designated in this certificate, I do hereby accept the appointment as Registered Agent and agree to act in this capacity.

DATED this 26th day of March, 2009.


Jimmy Dye