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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

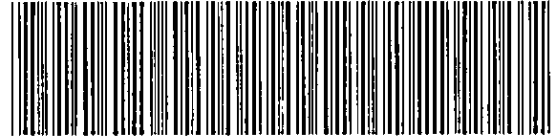
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

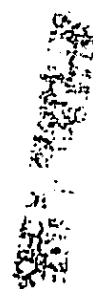
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SECRETARY OF STATE
TALLAHASSEE, FL

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N CULLICOTT

AUG - 2020

Advanced Incorporating Service

1317 California Street
P.O. Box 20396
Tallahassee, FL 32316

Phone: 850-222-CORP
Fax: 850-575-2724
Email: orders@aisincfl.com
Website: www.aisincfl.com

NAME OF ENTITY <u>BCT Health JV LLC</u>	FOR OFFICE USE ONLY

PICK ONE:

☐ CERTIFIED COPY ☒ PHOTOCOPY ☐ C.U.S.

FILING:

☐ CORPORATION ☒ LLC ☐ LIMITED PARTNERSHIP ☐ GENERAL PARTNERSHIP
☐ FICTITIOUS NAME ☐ SERVICEMARK/TRADEMARK ☐ AMENDMENT
☐ FOREIGN QUALIFICATION ☐ JUDGMENT LIEN
☐ OTHER _____

RETRIEVAL:

☐ GOOD STANDING CERT/C.U.S. ☐ CERTIFIED COPY ☐ PHOTOCOPY
Of _____

APOSTILLE/CERTIFICATION REQUEST:

Country _____

Amount of Documents _____

DATE 7/31/20 TIME _____

Notes: _____

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ARTICLES OF ORGANIZATION
OF
BCT HEALTH JV LLC

SECRETARY OF STATE
TALLAHASSEE, FL

The undersigned, pursuant to the provisions of Chapter 605 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida does set forth the following:

ARTICLE I - Name

The name of the limited liability company is: **BCT HEALTH JV LLC**, hereinafter referred to as the "Limited Liability Company."

ARTICLE II - Address

The mailing address and street address of the principal office of the Limited Liability Company is: 360 Central Avenue, Suite 970, St. Petersburg, Florida 33701.

ARTICLE III - Period of Duration.

The Limited Liability Company shall come into existence upon the filing of these Articles of Organization with the Secretary of State, State of Florida, and shall have perpetual existence, unless earlier terminated by operation of law or as provided in these Articles of Organization or the Operating Agreement of the Limited Liability Company.

ARTICLE IV - Initial Registered Office and Registered Agent

The name and address of the initial registered agent in Florida for the Limited Liability Company is: Clifford J. Hunt, Esquire, c/o Law Office of Clifford J. Hunt, P.A., 8200 Seminole Boulevard, Seminole, Florida 33772.

ARTICLE V - Membership

Additional persons or entities may be admitted to the Limited Liability Company on such terms and conditions as determined by the Member-Manager and the Operating Agreement of the Limited Liability Company. Initial Members of the Limited Liability Company shall be Book Zurman, Inc. which

shall be the Member-Manager, SH Capital Partners, LLC, and Cooper Thomas LLC. Members that shall not have any management authority. At all times during the existence of this Limited Liability Company, Book Zurman, Inc. shall own fifty-one percent (51%) of the equity and voting rights of the Limited Liability Company; SH Capital Partners, LLC shall have twenty-five percent (25%) and Cooper Thomas LLC shall have twenty-four percent (24%) of the voting rights, unless these Articles of Organization are amended by Book Zurman, Inc. to provide for some other allocation of the percentage of equity and voting rights; provided, that Book Zurman, Inc. shall always maintain the majority interest in equity and voting rights of the Limited Liability Company.

ARTICLE VI - Purpose

The purpose for which the Limited Liability Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Limited Liability Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

ARTICLE VII - Management.

The Limited Liability Company shall be managed by one or more Managers, which may also be Members. The name and address of the initial Member-Manager who is to serve as such until its successor(s) is/are elected and qualified is as follows: Book Zurman, Inc.

ARTICLE VIII - Rules and Regulations of the Company

The power to adopt, alter, amend or repeal the rules and regulations of the Limited Liability Company shall be vested in the Member-Manager of the Company in accordance with the Operating Agreement of the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned, being the organizer of the Limited Liability Company, certifies that this instrument constitutes the proposed Articles of Organization of BCT Health JV

LLC, pursuant to, and in accordance with, Chapter 605 of the Florida Statutes.

Duly executed at Seminole, Florida on this 31st day of July 2020.

/s/ Brian L. Book
Brian L. Book,
Organizer, Authorized Representative

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 605.0113, Florida Statutes, the above-mentioned Limited Liability Company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is: BCT Health JV LLC;
2. The name and street address of the registered agent and office are: Clifford J. Hunt, Esquire,

c/o Law Office of Clifford J. Hunt, P.A., 8200 Seminole Boulevard, Seminole, Florida 33772.

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 605, F.S.

/s/ Clifford J. Hunt
Clifford J. Hunt, Esquire
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FL

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