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TO: DIVISION OF CORPORATIONS

FROM: DAQUON, REDDING, HUONG, FITE, DADON

DEPARTMENT OF STATE

220 HICKENBEEK AVE

STATE OF FLORIDA

PO BOX 2467

409 EAST GAINES STREET

PANAMA CITY FL 32402-

TALLAHASSEE, FL 32399

CONTACT: SHERYL N JONES

FAX: (904) 922-4000

PHONE: (904) 785-7454

FAX: (904) 785-2979

((H95000000569)))

DOCUMENT TYPE: LIMITED LIABILITY COMPANY

NAME: BUDGET INSURANCE OF DAY COUNTY, L.C.

FAX AUDIT NUMBER: H95000000569

CURRENT STATUS: REQUESTED

DATE REQUESTED: 01/13/1995

TIME REQUESTED: 14:30:19

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

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*Resubmission
1/17/95*

*KTR
1/17/95*

09:11:30 1/17/95

09:11:30

JAN-13-1995 13:50
W. Gerald Hamm, Esq.
Florida Bar #946605
Barron, Redding, Hughes, Pito,
Banuett & Fanson, P.A.
220 McKenzle Avenue
Panama City, FL 32401
(904) 785-7454

BARRON & REDDING LAW FIRM

P.02

FAX AUDIT #H95000000569

**ARTICLES OF ORGANIZATION OF
BUDGET INSURANCE OF BAY COUNTY, L.C.**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that 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 Budget Insurance of Bay County, L.C., and its principal office shall be located at 801 Jenks Avenue in the city of Panama City, County of Bay, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

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. To engage in any activity or business authorized under the Florida Statutes.
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 purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

FAX AUDIT #H95000000569

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

ARTICLE IV

MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

Bradford H. Harrington
1212 Stephens Drive, Unit 2
Panama City, Florida 32405

Sandra L. Olson
HCO1 Box 680
Port St. Joe, FL 32456

Stephen G. Olson
HCO1 Box 680
Port St. Joe, FL 32456

ARTICLE V

MEMBERSHIP RESTRICTIONS

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.

ARTICLE VI

CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$3,000.00 cash shall be paid to the limited liability company by the three members as follows:

Bradford H. Harrington: \$1,500.00

Sandra L. Olson: \$ 750.00

Stephen G. Olson: \$ 750.00

Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in proportion to such Member's original contribution and entitlement to the distributive share of the profits and losses as set out herein.

ARTICLE VII

PROFITS AND LOSSES

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to the distributive share of the profits specified as follows:

Bradford H. Harrington:	50%
Sandra L. Olson:	25%
Stephen G. Olson:	25%

The distributive share of the profits shall be determined and paid to the members on December 31st of each year.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in the following shares:

Bradford H. Harrington:	50%
Sandra L. Olson	25%
Stephen G. Olson:	25%

ARTICLE VIII

DURATION

This limited liability company shall exist until dissolved as provided herein or as may be prescribed by law. This limited liability company shall be dissolved on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or on the occurrence of any other event which terminates the continued membership of a member in the company, unless the business of the company is continued by the written consent of all the remaining members, provided there are at least two remaining members.

FAX AUDIT #H95000000569

ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 801 Jenks Avenue, City of Panama City, County of Bay, State of Florida, and the name of the company's initial registered agent at that address is Stephen G. Olson.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of Budget Insurance of Bay County, L.C.

Executed by the undersigned at Panama City, Florida on this 13th day of January, 1995.


Bradford H. Harrington


Sandra L. Olson


Stephen G. Olson

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF BAY.

In compliance with Florida Statutes Section 608.407(2), the undersigned member of Budget Insurance of Bay County, L.C. deposes and says:

1. The limited liability company identified above has at least two members.
2. The total amount of cash contributed by the members is \$3,000.00.
3. If any, the agreed value of property other than cash contributed by the members is \$0.00. A description of the property is attached as Exhibit N/A and made a part of this affidavit.
4. The total amount of cash or property anticipated to be contributed by the members is \$3,000.00. This total includes the amounts from 2 and 3 above.


STEPHEN G. OLSON

The foregoing instrument was acknowledged before me this 13th day of January, 1995, by STEPHEN G. OLSON, member on behalf of Budget Insurance of Bay County, L.C., a limited liability company. (notary must check applicable box)

- ☐ is personally known to me.
- ☒ produced a current Florida driver's license as identification.
- ☐ produced _____ as identification.

(SEAL)

Shannon L. Baldwin
State of Florida
Notary Public
Commission # CC041211
Commission Expires 1-11-98


(Print Name)
Notary Public
Serial # _____
My Commission Expires: _____

FAX AUDIT #H95000000569

STATEMENT OF DESIGNATING
REGISTERED AGENT AND OFFICESTATE OF FLORIDA
COUNTY OF BAY


Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is Budget Insurance of Bay County, L.C.

The name of the registered agent for Budget Insurance of Bay County, L.C. is Stephen G. Olson and the street address for the company's principal office where the agent is located is 801 Jonke Avenue, Panama City, Florida 32401.

This statement is to acknowledge that, as indicated above, Budget Insurance of Bay County, L.C. has appointed me, Stephen G. Olson, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

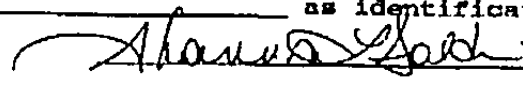
Dated this 13th day of January, 1995.


STEPHEN G. OLSON
Registered Agent

The foregoing instrument was acknowledged before me this 13th day of January, 1995, by STEPHEN G. OLSON, agent on behalf of Budget Insurance of Bay County, L.C., a limited liability company. (notary must check applicable box)

- ☐ is personally known to me.
☒ produced a current Florida driver's license as identification.
☐ produced _____ as identification.

(SEAL)
Shannon L. Baldwin
State of Florida
Notary Public
Commission # CC341511
Commission Expires 1-11-98


(Print Name)
Notary Public
Serial # _____
My Commission Expires: _____

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FAX AUDIT #H95000000569

TOTAL P.03

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WALTON & REDDING LAW FIRM

P.01

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Terminal Special
(((H95000001754))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: BARRON, REDDING, HUGHES, FITE, BASSI
DEPARTMENT OF STATE 220 MCKENZIE AVE
STATE OF FLORIDA PO BOX 2467
409 EAST GAINES STREET PANAMA CITY FL 32402-
TALLAHASSEE, FL 32399 CONTACT: SHERRYLL E JONES
FAX: (904) 922-4000 PHONE: (904) 785-7454
FAX: (904) 785-2999
DOCUMENT TYPE: LIMITED LIABILITY AMENDMENT
NAME: BUDGET INSURANCE OF DAY COUNTY, L.C.
FAX AUDIT NUMBER: H95000001754 CURRENT STATUS: REQUESTED
DATE REQUESTED: 02/13/1995 TIME REQUESTED: 12:27:40
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 2 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$78.75 ACCOUNT NUMBER: 073617000710

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DIVISION OF CORPORATIONS
FEB 13 1995

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Florida Bar No. 946605
Barton, Redding, Hughes, Fite,
Barnett & Fensom, P.A.
220 McKenzie Avenue
Panama City, FL 32401
(904) 705-7454

BARTON & REDDING LAW FIRM

P.02
FAX AUDIT #H95000001754

AMENDMENT TO ARTICLES OF ORGANIZATION

Pursuant to Section 608.411 of the Florida Limited Liability Company Act, the undersigned, who are all the members of Budget Insurance Company of Bay County, L.C. amend the articles of organization of the limited liability company originally filed with the Secretary of State of Florida on January 17, 1995, as follows:

Delete present ARTICLE VI, CAPITAL CONTRIBUTIONS, and ARTICLE VII, PROFITS AND LOSSES and substitute in its place the following:

ARTICLE VI

CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$3,000.00 cash shall be paid to the limited liability company by the three members as follows:

Bradford H. Harrington:	\$ 1,000.00
Sandra L. Olson:	\$ 1,000.00
Stephen G. Olson:	\$ 1,000.00

Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in proportion to such Member's original contribution and entitlement to the distributive share of the profits and losses as set out herein.

ARTICLE VII

PROFITS AND LOSSES

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to the distributive share of the profits specified as follows:

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DIVISION OF CORPORATIONS
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FAX AUDIT #H95000001754

Bradford H. Harrington: 33 1/3%

Sandra L. Olson: 33 1/3%

Stephen G. Olson: 33 1/3%

The distributive share of the profits shall be determined and paid to the members on December 31st of each year.

(b) Losses: All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in the following shares:


Bradford H. Harrington: 33 1/3%

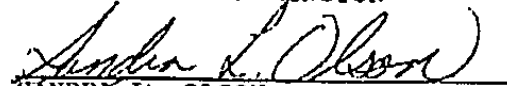
Sandra L. Olson: 33 1/3%

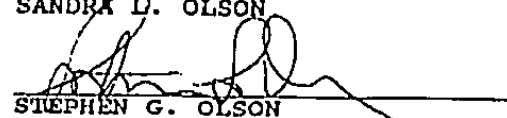
Stephen G. Olson: 33 1/3%

The remainder of the provisions of the articles of organization shall remain as filed on January 17, 1995.

The members of Budget Insurance Company of Bay County, L.C. have executed the preceding amendment(s) to the articles of organization of the company on the 13th day of February, 1995.


BRADFORD H. HARRINGTON


SANDRA L. OLSON


STEPHEN G. OLSON

FILE NOW: Fee after May 1, will be \$263.75

APPROVED
AND
FILED

1996 APR 16 AM 9:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Northing
Secretary of State
DIVISION OF CORPORATIONS

FILING FEE
\$ 238.75

Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee

Make Check Payable To: FLORIDA DEPARTMENT OF STATE

DOCUMENT #L95000000040

1. Name and Mailing Address
of Limited Liability Company

BUDGET INSURANCE OF BAY COUNTY, L.C.
801-JENKS-AVE.
PANAMA CITY FL

1a. Principal Place of Business Address

801-JENKS-AVE.
PANAMA CITY FL

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a

2. Principal Place of Business

2726 E. 15th ST
Suite, Apt #, etc

2a. Mailing Address

P.O. Box 35068
Suite, Apt #, etc

3. Date Organized or Qualified
01/17/1995

3a. State of Formation
FL

4. FEI Number

59-3287803

☐ Applied For

☐ Not Applicable

5. Date of Last Report

-

6. Certificate of Status Desired

☐ \$275 Additional Fee Required ☐

City & State

Panama City, FL

City & State

Panama City, FL

Country

USA

Country

USA

7. Name and Address of Current Registered Agent

OLSON, STEPHEN G
801-JENKS-AVE.
PANAMA CITY FL

8. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

2726 E. 15th ST

Suite, Apt #, etc

City

Panama City, FL

Zip Code

32412

9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE

10. Title

Managing Members/Managers

Business Street Address

DATE

City, State and Zip Code

MGRM HARRINGTON, BRADFORD H

212 STEPHENS DRIVE, UNIT

PANAMA CITY FL

MGRM OLSON, SANDRA L

4455 W. 19th ST APT. 9

PORT ST. JOE FL

MGRM OLSON, STEPHEN G

3201 W. 13th ST. B

Panama City, FL

3201 W. 13th ST. B

Panama City, FL

Panama City, FL

Panama City, FL

Panama City, FL

Panama City, FL

Panama City, FL

Panama City, FL

Panama City, FL

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Panama City, FL

Panama City, FL

Panama City, FL

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE:

Sandra Olson

Sandra Olson

4-15-96 (904) 785-7755