

# L95000000521

## CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
Mailing Address: Post Office Box 10149, Tallahassee, FL 32302  
TOLL FREE No. 1-800-342-8062  
FAX (904) 222-1222

NAME \_\_\_\_\_

FIRM \_\_\_\_\_

ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No. \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUL 10 AM 9:32

285.00 - F.F.  
W95-13546

dat 7/5/95

REQUEST TAKEN CONFIRMED APPROVED

DATE \_\_\_\_\_

TIME \_\_\_\_\_ CK No. \_\_\_\_\_

BY AAK \_\_\_\_\_

WALK-IN 7.5 11.02  
Will Pick Up \_\_\_\_\_

RE: B.D.W. Ventures, L.C.

95 JUL -5 AM 9 09

	ADMINISTRATIVE & C.O. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. Filing		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership Filing		
<input checked="" type="checkbox"/> Foreign Corp. Filing		
<input checked="" type="checkbox"/> (1) Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. Filing		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S.		
<input type="checkbox"/> Fictitious Name Filing		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 Filing		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> _____ Filing No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ( ) _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prop.		
<input type="checkbox"/> FAX ( ) _____ pgs.		
SUBTOTALS		

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
.....	\$ _____

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 5, 1995

CAPITAL CONNECTION  
P.O. BOX 10349  
TALAHASSEE, FL 32302

SUBJECT: B.D.W. VENTURES, L.C.  
Ref. Number: W95000013546

We have received your document for B.D.W. VENTURES, L.C. and check(s) totaling \$285.00. However, your check(s) and document are being returned for the following:

EXHIBIT A IS NOT ATTACHED TO YOUR DOCUMENTS AS STATED IN THE AFFIDAVIT.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Bundick  
Corporate Specialist

Letter Number: 095A00032586

*Corrected*

**Gary D. Grunder**  
Attorney at Law, P.A.  
1025-5 North Main Street  
P. O. Box 727  
High Springs, Florida 32643  
Telephone (904) 454-1298  
Fax (904) 454-7496

June 30, 1995

Sandra B. Mortham  
Secretary of State  
Division of Corporations  
New Filings Section  
P. O. Box 6327  
Tallahassee, Florida 32314

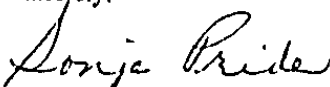
Re: B. D. W. Ventures, Inc.

Dear Madam:

Enclosed please find Articles of Organization for B. D. W. Ventures, Inc., in duplicate, along with the Acceptance of Resident Agent and Affidavit. We are also enclosing our check in the amount of \$285.00 to cover the filing fee for same. If you find all is in order, we request these Articles be filed and a copy returned with appropriate documentation.

Thank you for your prompt attention to this matter.

Sincerely,



Sonja Pride  
Administrative Assistant

Enclosures

**ARTICLES OF ORGANIZATION OF**

**B.D.W. VENTURES, L. C.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

95 JUL 10 AM 9:32

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 B. D. W. Ventures, L. C., and its principal office shall be located at 23008 N.W. 188th Street, High Springs, FL 32643, 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 out 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, goodwill, 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 properties so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or government authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney in fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes or the attainment of any of the objectives, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental to 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.

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 or 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 purporting to authorize 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 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 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**

This limited liability 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 provision for management of the company not inconsistent with law or these Articles of Organization. The names and addresses of the members of the company are:

Walter H. Wellborn  
P. O. Box 1886, High Springs, FL 32643  
23008 N.W. 188th Street, High Springs, FL 32643

Hillary H. Wellborn  
P. O. Box 1886, High Springs, FL 32643

23008 N.W. 188th Street, High Springs, FL 32643

Samuel Ford Brewer  
P O Box 393, Lake City, Florida 32056-0393  
801 West Washington St. Lake City, Florida 32055

Roger Wayne Davis  
Rt. 12 Box 57, Lake City, Florida 32055-8803

#### **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.

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

#### **ARTICLE VI CAPITAL CONTRIBUTIONS**

Capital contributions in the amount of \$19,141.06 cash shall be paid to the limited liability company by Walter H. Wellborn and \$19,141.06 cash shall be paid to the limited liability company by Hillary H. Wellborn. Capital contributions in the amount of \$19,141.06 representing equity in real property shall be paid to the limited liability company by Samuel Ford Brewer. Capital contributions in the amount of \$19,141.06 representing equity in real property shall be paid to the limited liability company by Roger Wayne Davis.

Additional contributions may be made as required for investment purposes as determined

by unanimous consent of the members. Members will make contributions in equal shares.

## ARTICLE VII PROFITS AND LOSSES

1. Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remained 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:

<u>NAME</u>	<u>SHARE</u>
Walter H. Wellborn	25%
Hillary Wellborn	25%
Samuel Ford Brewer	25%
Roger Wayne Davis	25%

The distributive share of the profits shall be determined and paid to the members on March 15 of each year for the previous calendar year.

2. 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 profits of the business, or, if those sources are insufficient to cover such losses, by the members using the same formula as for distribution of profits.

## ARTICLE VIII DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as



STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of June, 1995, by  
Samuel Ford Brewer, who

- ( ) is personally known to me.  
( ☒ ) produced a current Florida driver's license as identification.  
( ) produced \_\_\_\_\_ identification.

Sonja C. Pride  
Signature of Notary



"OFFICIAL SEAL"  
Sonja C. Pride  
My Commission Expires 8/28/98  
Commission #CC 399411

STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of June, 1995, by  
Roger Wayne Davis, who

- ( ) is personally known to me.  
( ☒ ) produced a current Florida driver's license as identification.  
( ) produced \_\_\_\_\_ identification.

Sonja C. Pride  
Signature of Notary



"OFFICIAL SEAL"  
Sonja C. Pride  
My Commission Expires 8/28/98  
Commission #CC 399411

provided in the regulations adopted by the members.

**ARTICLE XI  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

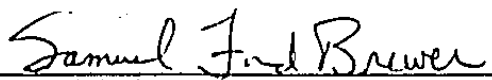
The address of the initial registered office of the limited liability office is 23008 N.W. 188th Street, High Springs, FL 32643, and the name of the company's initial registered agent at that address is Walter H. Wellborn.


The undersigned, being the original members of the limited liability company, certify that this instrument constitute the proposed Articles of Incorporation of B. D. W. Ventures, L. C.

Executed by the undersigned at High Springs, Florida, on June 29, 1995.

  
Walter H. Wellborn

  
Hillary H. Wellborn

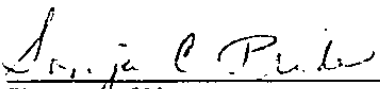
  
Samuel Ford Brewer

  
Roger Wayne Davis

STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of June, 1995, by Walter H. Wellborn and Hillary H. Wellborn, husband and wife, who

- ( ☒ ) are personally known to me.  
( ) produced a current Florida driver's license as identification.  
( ) produced \_\_\_\_\_ identification.

  
Signature of Notary



"OFFICIAL SEAL"  
Sonja C. Pride  
My Commission Expires 8/28/98  
Commission #CC 399411

ACCEPTANCE OF RESIDENT AGENT

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

95 JUL 10 AM 9:33

I hereby certify that I am familiar with and accept the duties and responsibilities as registered agent for B.D.W. Ventures, Inc., L.C.

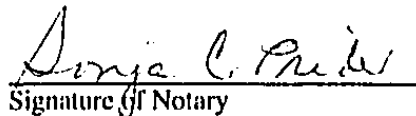
Dated this 27<sup>th</sup> day of June, 1995.

  
Walter H. Wellborn

STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of June, 1995, by Walter H. Wellborn who

- ( ☒ ) is personally known to me.  
(        ) produced a current Florida driver's license as identification.  
(        ) produced \_\_\_\_\_ identification.

  
Signature of Notary



"OFFICIAL SEAL"  
Sonja C. Pride  
My Commission Expires 8/28/98  
Commission #CC 399411

AFFIDAVIT

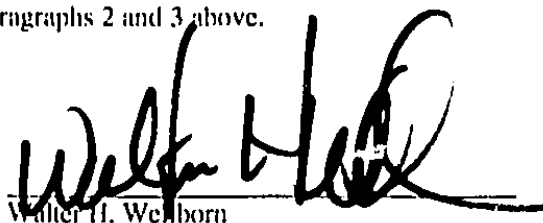
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

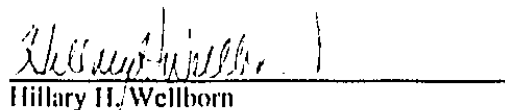
95 JUL 10 AM 9:33

STATE OF FLORIDA  
COUNTY OF ALACHUA

In compliance with Florida Statute Chapter 608.407 (2), the undersigned members of B.  
D. W. Ventures, L. C., depose and say:

1. The limited liability company identified above has at least two members.
2. The total amount of cash contributed by the members is \$38,282.12.
3. If any, the agreed upon value of property other than cash contributed to the members is \$38,282.12. A description of the property is attached as Exhibit "A" and made a part of this affidavit.
4. The total amount of cash or property anticipated to be contributed by the members is \$76,564.24. This total includes the amounts from paragraphs 2 and 3 above.

  
Walter H. Wellborn

  
Hillary H. Wellborn

STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of June, 1995, by  
Walter H. Wellborn and Hillary H. Wellborn, husband and wife, who

- ( ☒ ) are personally known to me.  
( ) produced a current Florida driver's license as identification.  
( ) produced \_\_\_\_\_ identification.

  
Signature of Notary



"OFFICIAL SEAL"  
Sonja C. Pride  
My Commission Expires 8/28/98  
Commission #CC 399411

Samuel Ford Brewer  
Samuel Ford Brewer

STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of June, 1995, by  
Samuel Ford Brewer, who

- ( ) is personally known to me.  
( ☒ ) produced a current Florida driver's license as identification.  
( ) produced \_\_\_\_\_ identification.

Sonja C. Pride  
Signature of Notary



"OFFICIAL SEAL"  
Sonja C. Pride  
My Commission Expires 8/28/98  
Commission #CC 399411

Roger Wayne Davis  
Roger Wayne Davis

STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of June, 1995, by  
Roger Wayne Davis, who

- ( ☒ ) is personally known to me.  
( ☒ ) produced a current Florida driver's license as identification.  
( ) produced \_\_\_\_\_ identification.

Sonja C. Pride  
Signature of Notary



"OFFICIAL SEAL"  
Sonja C. Pride  
My Commission Expires 8/28/98  
Commission #CC 399411

EXHIBIT "A" TO AFFIDAVIT

North half (N 1/2) of the Southeast Quarter (SE 1/4); and Southwest Quarter (SW 1/4) of the Southeast Quarter (SE 1/4); and East 17.55 chains of the Northeast Quarter (NE 1/4) of the Southwest Quarter (SW 1/4); and Southeast Quarter (SE 1/4) of the Southwest Quarter (SW 1/4); all lying and being in Section 19, Township 8 South, Range 18 East, of Alachua County, Florida.

LESS the East 16.25 chains of the Southwest Quarter (SW 1/4) of the Southeast Quarter (SE 1/4); and LESS the West 6 chains of the Southeast Quarter (SE 1/4) of the Southwest Quarter (SW 1/4); and LESS the right of way of County Road NW 26; and LESS the West 152.84 feet of the East 1225.88 feet of the Southwest Quarter (SW 1/4) of the Southeast Quarter (SE 1/4).

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

**APPROVED  
AND  
FILED**

LIMITED LIABILITY COMPANY  
ANNUAL REPORT  
1996



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

1996 APR 10 PM 3:50

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILING FEE**  
\$ 238.75  
Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee  
Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address of Limited Liability Company  
**DOCUMENT #L95000000521**

B.D.W. VENTURES, L.C.  
23008 N.W. 188TH STREET  
HIGH SPRINGS FL 32643

32655

1a. Principal Place of Business Address

23008 N.W. 188TH STREET  
HIGH SPRINGS FL 32643

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

2. Principal Place of Business

2a. Mailing Address

PO Box 1886

Suite, Apt. #, etc.

3. Date Organized or Qualified

07/10/1995

3a. State of Formation

FL

Suite, Apt. #, etc.

City & State

City & State

HIGH SPRINGS, FL

Zip

Country

Zip

32655

Country

ALACHUA

4. FET Number

59-3352812

☐ Applied For

☒ Not Applicable

5. Date of Last Report

6. Certificate of Status Desired

☐ \$2.75 Additional Fee Required

7. Name and Address of Current Registered Agent

8. Name and Address of New Registered Agent

WELLBORN, WALTER H  
23008 N.W. 188TH STREET  
HIGH SPRINGS FL 32643

Name

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

Suite, Apt. #, etc.

City

Zip Code

FL

9. Pursuant to the provisions of Sections 608.410 and 608.500, 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

DATE

SIGNATURE

(If the stated Agent is accepting appointment, the officer or registered agent signature is not required)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	WELLBORN, WALTER H	23008 NW 188TH STREET	HIGH SPRING FL
MGRM	WELLBORN, HILLARY H	23008 NW 188TH STREET	HIGH SPRINGS FL
MGRM	BREWER, SAMUEL F	801 W WASHINGTON ST	LAKE CITY FL
MGRM	DAVIS, ROGER W	RT. 12 BOX 57	LAKE CITY FL

SEARCHED 7758113  
404/15/96--01035--006  
\*\*\*238.75 \*\*\*238.75

454  
4/10/96

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:

4/5/96 (904) 454-3266