

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

904-202-9111
904-202-9111 FAX



ACCOUNT NO. : 07210000032

REFERENCE : 751013 9657A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

600001660346
-12/12/95--01113--007
*****285.00 *****285.00

600001660346
-12/12/95--01113--008
*****8.75 *****8.75

ORDER DATE : December 1, 1995

ORDER TIME : 10:59 AM

ORDER NO. : 751013

CUSTOMER NO: 9657A

CUSTOMER: Brenda Stivers, Legal Asst
ARTHUR I. JACOBS, PA

401 Centre Street

Fernandina Beach, FL 32034

DOMESTIC FILING

NAME: THOMPSON ENTERPRISES, A
LIMITED LIABILITY COMPANY

XXX ARTICLES OF ORGANIZATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS: _____

FILED
95 DEC -1 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
95 DEC -1 AM 11:00
EN

T. BROWN DEC - 7 1995



RECEIVED

85 DEC 7 10:21

FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

December 5, 1995

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: BC&H ENTERPRISES
Ref. Number: W95000023584

We have received your document for BC&H ENTERPRISES and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of a Limited Liability Company must end with the words "limited company", or their abbreviation "L.C." "L.L.C." is not an acceptable suffix in the state of Florida. Please note the periods as punctuation must be included in the suffix.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return the enclosed check for \$285.00 or a newly issued check with your corrected document.

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) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 495A00052875

*12-7-95
Resubmitted
please use 12-1-95
filing date*



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 1, 1995

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: THOMPSON ENTERPRISES, A LIMITED LIABILITY COMPANY
Ref. Number: W95000023584

We have received your document for THOMPSON ENTERPRISES, A LIMITED LIABILITY COMPANY and check(s) totaling \$293.75. However, your check(s) and document are being returned for the following:

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

If the limited liability company will be managed by a manager or managers, a statement to that effect is required as well as the names and street addresses of such managers who are to serve as managers; or if the management is reserved to the members, a statement to that effect is required as well as the names and street addresses of the managing members.

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

Please complete Article IX.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

If you have any questions concerning the filing of your document, please call
(904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 095A00052550

ARTICLES OF ORGANIZATION OF
BC&H ENTERPRISES, L.L.C.

95 DEC -1 AM 11:00
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby 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 be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I
NAME

The name of the limited liability company shall be BC&H Enterprises, L.L.C., and its principal place of business shall be 1890 South 14th Street, Suite 120, Fernandina Beach, County of Nassau, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE II
PURPOSES AND POWERS

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, 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 herein set forth 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 the Articles; and to hold, utilized, and in any manner dispose of the rights and property 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 governmental authority, or of any political or administrative subdivision, or department thereof, 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 herein 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 such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may 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 objects, or the furtherance of any of the powers herein set forth, 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.

7. 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 herein contained 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 the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE III MEMBERSHIP

This company shall initially have three members. The membership may increase or decrease from time to time but shall never be less than two members. The names and addresses of the members are

Hal J. Thompson
1890 South 14th Street
Amelia Island, Florida 32034

Beebe S. Thompson
1890 South 14th Street
Amelia Island, Florida 32034

Courtney R. Thompson
1890 South 14th Street
Amelia Island, Florida 32034

ARTICLE IV CAPITAL CONTRIBUTIONS

Capital contributions in the amount of **Five Hundred Dollars (\$500.00)** cash shall be paid to the limited liability company by the **three** members. Additional contributions will be made as required for investments purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

ARTICLE V PROFITS AND LOSSES

(a) **Sharing of Profits.** 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 33.33%. The distributive share of the profits shall be determined and paid to the members **December 15th of each year commencing December 15, 1996.**

(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 such sources are insufficient to cover such losses, by the members in equal shares.

**ARTICLE VI
LIMITED LIABILITY COMPANY 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 members of this limited liability company. This article may be amended from time to time in the regulations of the limited liability company by an unanimous vote of the members of the limited liability company.

**ARTICLE VII
DURATION**

This limited liability company shall exist until December 1, 2025, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

**ARTICLE VIII
MANAGEMENT**

This limited liability company shall be managed by **HAL J. THOMPSON, 1890 South 14th Street, Fernandina Beach, Florida 32034**, who shall serve as such until the first annual meeting of members or until his successor is appointed.

**ARTICLE IX
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT**

The address of the initial registered office and the principal office of the limited liability company **1890 South 14th Street, Fernandina Beach, Nassau County, Florida 32034** and the name of its initial registered agent at such address is **HAL J. THOMPSON**.

**ARTICLE X
RESTRICTIONS ON MEMBERSHIP**

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.

Upon 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 upon unanimous consent of such remaining members.

**AFFIDAVIT OF HAL J. THOMPSON
MANAGER OF BC&H ENTERPRISES, L.L.C.**

**STATE OF FLORIDA
COUNTY OF NASSAU**

BEFORE ME this day personally appeared **HAL J. THOMPSON**, who is personally known to me and who, being duly sworn, states:

1. He his the manager of **BC&H ENTERPRISES, L.L.C.**
2. **BC&H Enterprises, L.L.C.** has three members as set out in the


Articles of Organization.

3. The capital contribution is \$500.00 from the three members.



HAL J. THOMPSON

Sworn to and subscribed before me this 17th day of December, 1995.



Notary Public



Power of Attorney

KNOW ALL MEN BY THESE PRESENTS, that HAL J. THOMPSON has made, constituted and appointed, and by these presents does make, constitute and appoint BEEBE S. THOMPSON, true and lawful attorney for him and in his name, place and stead, revoking all previous Power of Attorneys, for the purpose of handling any and all matters as may be necessary to establish a limited liability corporation including but not limited to signing the Articles of Incorporation, Acceptance of Registered Agent, and any and all documents as may be necessary to establish this corporation and as may be required by the Secretary of State, granting unto BEEBE S. THOMPSON, said attorney full power and authority to do and perform all and every act and thing whatsoever requisite and necessary to be done in and about the premises as fully, to all intents and purposes, as she might or could do if personally present, with full power of substitution and revocation, hereby ratifying and confirming all that BEEBE S. THOMPSON, said attorney shall lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the 28th day of November, in the year one thousand nine hundred and ninety-five.

Sealed and Delivered in the Presence of:

Brenda G. Stivers
Witness Signature

Brenda G. Stivers
Witness printed signature

FAY RICHMAN
Witness Signature

FAY RICHMAN
Witness printed signature

Hal J. Thompson
HAL J. THOMPSON

STATE OF FLORIDA
COUNTY OF NASSAU

BE IT KNOWN, that on the 28th day of November, 1995, before me, Brenda G. Stivers, Notary Public in and for the State of Florida duly commissioned and sworn, dwelling in the county of Nassau, personally came and appeared HAL J. THOMPSON, to me personally known, or who has produced _____ as identification and who did/did not take an oath, and known to me to be the same person described in and who executed the within power of attorney, and she acknowledged the within power of attorney to be her act and deed.

In Testimony Whereof, I have hereunto subscribed my name and affixed my seal of office the day and year last above written.

Brenda G. Stivers
NOTARY PUBLIC

(SEAL)

Notary Public's printed signature



CERTIFICATE DESIGNATING AGENT
UPON WHOM PROCESS MAY BE SERVED

FILED
95 DEC -1 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BC&H Enterprises, L.L.C. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Organization, at Nassau County, Florida, has named Hal J. Thompson as its registered agent to accept service of process within this state, who is located at the following registered office:

Hal J. Thompson
1890 South 14th Street, Suite 100
Amelia Island, Florida 32034

ACKNOWLEDGMENT AND ACCEPTANCE

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in this certificate, I hereby accept such appointment and agree to act in such capacity. I agree to comply with the provisions of said section relative to keeping open the registered office.

Hal J. Thompson
Registered Agent
by Bube Thompson
by Power of Attorney

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

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
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

1. Name and Mailing Address
of Limited Liability Company

DOCUMENT # L95000000941

BC&H ENTERPRISES, L.L.C.
1890 SOUTH 14TH STREET
SUITE 120
FERNANDINA BEACH FL

1a. Principal Place of Business Address

1890 SOUTH 14TH STREET
SUITE 120
FERNANDINA BEACH 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

2a. Mailing Address

3. Date Organized or Qualified

3a. State of Formation

Suite, Apt. #, etc.

Suite, Apt. #, etc.

12/01/1995

FL

City & State

City & State

4. FEI Number

☒ Applied For

☐ Not Applicable

Zip

Country

Zip

Country

5. Date of Last Report

6. Certificate of Status Desired

☐ Additional Fee Required

7. Name and Address of Current Registered Agent

8. Name and Address of New Registered Agent

THOMPSON, HAL J
1890 SOUTH 14TH STREET
SUITE 120
FERNANDINA BEACH FL

Name

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

Suite, Apt. #, etc.

City

FL

Zip Code

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

DATE

(Registered Agent Accepting Appointment) (NOTE: Registered agent signature required when reinstating)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	THOMPSON, HAL J	1890 SOUTH 14TH STREET	AMELIA ISLAND FL
MEM	THOMPSON, BEEBE S	1890 SOUTH 14TH STREET	AMELIA ISLAND FL
MEM	THOMPSON, COURTNEY R	1890 SOUTH 14TH STREET	AMELIA ISLAND FL

600001813286
-05/08/96--01055--001
****238.75 ****238.75

Handwritten signature and date: May 1, 1996

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 included 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:

HAL J. THOMPSON

4/30/96 (904) 321-2304

SIGNATURE AND TYPE OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER

Date

Daytime Phone #