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Masters in Tax Law from
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Wills, Trusts, Estates
Business Planning
Taxation

September 18, 1998

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

400002648744-3
-09/25/98-01021-004
****337.50 ****337.50

SUBJECT: Formation of Limited Liability Company

"BUSY BB, L.L.C."

Enclosed is an original and one (1) copy of Articles of Organization, an original and one (1) copy of the Registered Agent Designation, an original and one (1) copy of Affidavit of Membership and Contributions, and a check for \$337.50 (filing fee, fee for certified copy, and designation of registered agent).

FILED
SEP 25 PM 4:30
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

FROM: Greg A. Betterton, Esq.
915 South Tamiami Trail
Nokomis, Florida 34275
(941) 488-4422 Fax (941) 483-4992

L98-1998

Name	Greg A. Betterton
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

ARTICLES OF ORGANIZATION

OF

**BUSY BB, L.L.C.
a Florida Limited Liability Company**

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TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of this Limited Liability Company is BUSY BB, L.L.C. (the "Company").

**ARTICLE II
PURPOSE**

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

**ARTICLE III
ADDRESS**

The street address of the Company's principal place of business is 93 N. River Road, Venice, FL 34293. The Company's mailing address is P.O. Box 6333, Venice, FL 34292-0933.

**ARTICLE IV
DURATION**

The Company's existence shall commence on the date of filing these articles of organization and shall continue until dissolved or until the occurrence of any one of the following events: the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member of the Company or upon the occurrence of any other event which terminates the continued membership of a member in the Company, unless the existence and business of the Company is continued by consent of all remaining members.

ARTICLE V MANAGEMENT

The management of the Company shall be reserved to the members. The members shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Fla. Stat., as the same may be amended from time to time, and as further provided in the Regulations of the Company.

ARTICLE VI MEMBERS

The names and addresses of the initial members are as follows:

River Road Land Trust
c/o Greg A. Betterton, Ttee
915 S. Tamiami Trail
Nokomis, FL 34275

Battan Land Trust
c/o Greg A. Betterton, Ttee
915 S. Tamiami Trail
Nokomis, FL 34275

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ARTICLE VII ADMISSION OF NEW MEMBERS

The members shall not have the right to admit new members to the Company. New members may come into the Company only upon the agreement of those members owning at least one hundred percent (100%) of the interest in the Company and upon such terms and conditions as the existing members may unanimously agree.

ARTICLE VIII PROFIT/LOSS ALLOCATION AND MEMBER VOTING

A. Profit/Loss Allocation. The profits and losses of the Company shall be allocated among the members in accordance with the Regulations of the Company.

B. Member Voting. All members of the Company shall be entitled to vote on matters relating to the Company. Each Member's vote shall be weighted in accordance with the Regulations of the Company.

C. Additional Contributions. The Members shall make additional capital contributions from time to time, as required by the Regulations adopted by the Company.

**ARTICLE IX
ADOPTION OF REGULATIONS**

The members shall adopt Regulations for the Company, which Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

**ARTICLE X
AMENDMENT OF ARTICLES OF ORGANIZATION**

These Articles may be amended at any time by a resolution adopted by a unanimous vote of the members at any annual or special meeting, provided at least ten (10) days written notice is given to each member of the time and place of the meeting and the purpose thereof.

**ARTICLE XI
INITIAL ADDRESS OF REGISTERED OFFICE
AND DESIGNATION OF REGISTERED AGENT**

The street address of the initial registered office of this limited liability company in the State of Florida is 915 S. Tamiami Trail, Nokomis, FL 34275. The Members may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida.

The initial Registered Agent is designated as GREG A. BETTERTON. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members with an amendment of these Articles.

THESE ARTICLES OF ORGANIZATION have been executed by the undersigned member or authorized representative of the member this 23 day of September, 1998.

AUTHORIZED REPRESENTATIVE
OF BUSY BB, L. L.C.:



GREG A. BETTERTON

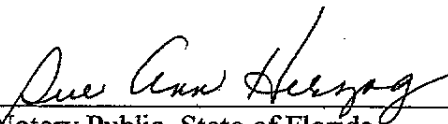
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED


STATE OF FLORIDA)
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this 23 day of SEPTEMBER, 1998, by GREG A. BETTERTON, as Authorized Representative of BUSY BB, L. L.C., who is personally known to me.

Witness my hand and official seal in the county and state last aforesaid on the day and year first written above.



Notary Public, State of Florida
My Commission Expires:

 Sue Ann Herzog
My Commission CC758269
Expires July 12, 2002

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

THE UNDERSIGNED MEMBER or authorized representative of a member of BUSY BB, L.L.C., deposes and says:

1. That the above-named limited liability company has at least one (1) member.
2. That the total amount of cash contributed by the members is \$5,000.00.
3. That the total amount of cash or property anticipated to be contributed by members is \$20,000.00. This total includes amounts from paragraph 2 above.
5. That he is the authorized representative of a member of BUSY BB, L. L.C.

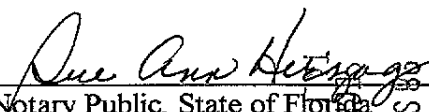
Further Affiant sayeth naught.

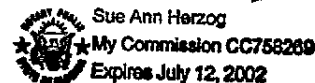
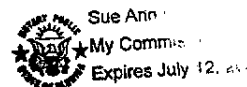

GREG A. BETTERTON
Affiant

STATE OF FLORIDA)
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this 23 day of SEPTEMBER, 1998, by GREG A. BETTERTON, as Authorized Representative of Member BUSY BB, L. L.C. who is personally known to me.

Witness my hand and official seal in the county and state last aforesaid on the day and year first written above.


Notary Public, State of Florida
My Commission Expires: _____



SEP 25 PM 4:30
NOTARY OF STATE
TALLAHASSEE, FLORIDA

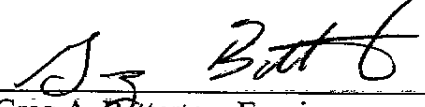
FILED

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Florida Statutes and Article XI of these Articles of Organization, the undersigned Registered Agent does hereby state that he is familiar with, and accepts the obligations of his position as Registered Agent and designates as his location for service of process as:

Greg A. Betterton, Esquire
915 S. Tamiami Trail
Nokomis, Florida 34275

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.

 (SEAL)
Greg A. Betterton, Esquire

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA