

L98000002818

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

BDH Properties, LLC

700002693477-1
-11/23/98-01046-011
*****250.00 *****250.00

700002693477-1
-11/23/98-01046-012
*****87.50 *****87.50

Name Availability	NOT
Document Examiner	NOT
Updater	NOT
Checker Verifier	NOT
Acknowledgement	NOT
W. P. Verifier	NOT

Signature

Requested by: *Chen* 11.23 10/10

Name Date Time

Walk-In Will Pick Up

- Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- ☒ L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- ☒ Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

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CAPITAL CONNECTION, INC.

ARTICLES
OF
ORGANIZATION

FOR

BDH PROPERTIES, L.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 PLACE OF BUSINESS

The name of the limited liability company shall be BDH Properties, L.L.C., and its principal office and mailing address shall be 1456 Periwinkle Way, in the City of Sanibel, County of Lee, 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

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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.

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, 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 with 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 and 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 set forth in these Articles, 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.

The several clauses contained in this statement of the general nature 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.

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ARTICLE III
MANAGEMENT

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 unanimous vote of the members of the limited liability company. The names and addresses of the members are as follows: Joe Burns, 1456 Periwinkle Way, Sanibel, FL 33957; Daniel R. Doucette and Elizabeth E. Doucette, or their successors, as trustees of the Daniel R. And Elizabeth E. Doucette Living Trust, Dated June 27, 1996, 250 N. Sunny Slope, Suite 250, Brookfield, WI 53005; James Hock, 19215 Alta Vista Circle, Brookfield, WI 53045.

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

ARTICLE V
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 an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of the business of the limited liability company.
- (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

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the profits of the business, or, if these sources are insufficient to cover such losses, by members in equal shares.

ARTICLE VI

DURATION

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these Articles of Organization.


ARTICLE VII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 1456 Periwinkle Way, City of Sanibel, County of Lee, State of Florida and the name of the company's initial registered agent at that address is Joe Burns.

The undersigned, being an original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of BDH Properties, L.L.C.


Executed by the undersigned at Sanibel, Florida, on October 22, 1998.



Joe Burns, Member

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 22nd day of October, 1998, by Joe Burns, on behalf of BDH Properties, L.L.C, a limited liability company, who is personally known to me.



Richard A. Collman, Notary Public

SEAL:

My commission expires: 10/24/99



RICHARD A. COLLMAN
MY COMMISSION # CC483487 EXPIRES
October 24, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

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Executed by the undersigned at Brookfield, Wisconsin, on November 6th,
1998.

By: Daniel R. And Elizabeth E. Doucette,
or their successors, as trustees of the Daniel
R. And Elizabeth E. Doucette Living Trust,
Dated June 27, 1996.

Daniel Doucette
Daniel Doucette, Member

Elizabeth E. Doucette

STATE OF WISCONSIN
COUNTY OF WAUKESHA

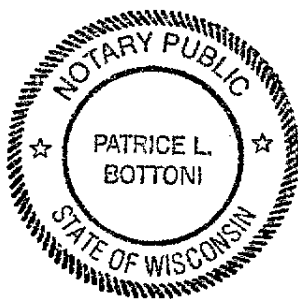
The foregoing instrument was acknowledged before me this 6th day of
November, 1998, by Daniel Doucette, on behalf of BDH Properties, L.L.C, a limited
liability company, who is personally known to me.

Patrice L. Bottoni
Notary Public

Patrice L. Bottoni
Print Name


My commission expires: 5-16-99

SEAL:



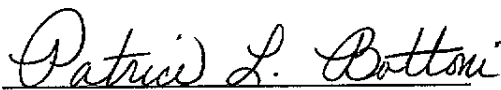
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Executed by the undersigned at Brookfield, Wisconsin, on October 22nd, 1998.


James Hock, Member

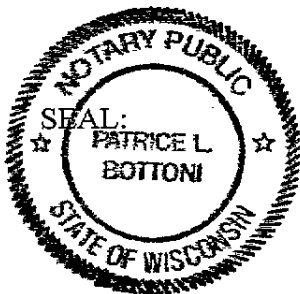
STATE OF WISCONSIN
COUNTY OF Waukesha

The foregoing instrument was acknowledged before me this 22nd day of October, 1998, by James Hock, on behalf of BDH Properties, L.L.C, a limited liability company, who is personally known to me.


Notary Public

Patrice L. Bottoni
Print Name

My commission expires: 5-16-99



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STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA
COUNTY OF LEE

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

The name of the limited liability company is BDH Properties, L.L.C.

The name of the registered agent for BDH Properties, L.L.C. is Joe Burns and the street address of the company's principal office where the agent is located is 1456 Periwinkle Way, Sanibel, Florida 33957.

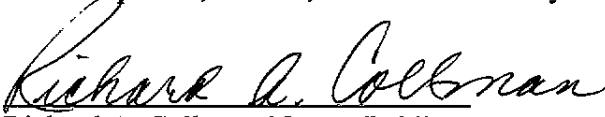
This statement is to acknowledge that, as indicated above, BDH Properties L.L.C. has appointed me, Joe Burns, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to act in this 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: October 22, 1998


Joe Burns, Registered Agent

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 22nd day of October, 1998 by Joe Burns, agent on behalf of BDH Properties, L.L.C., a limited liability company, who is personally known to me.


Richard A. Collman, Notary Public

SEAL:



RICHARD A. COLLMAN
MY COMMISSION # CC483487 EXPIRES
October 24, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

My commission expires: 10/24/99

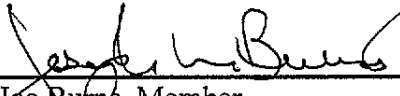
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF LEE

In compliance with FS 608.407(2), the undersigned member or authorized representative of a member of BDH Properties, L.L.C. deposes and says:

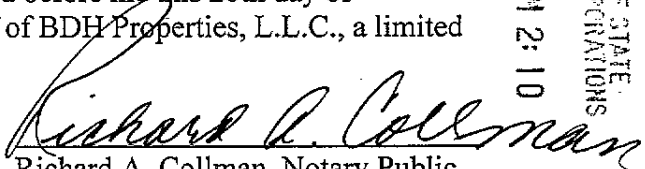
1. The limited liability company identified above has at least two members.
2. The total amount of cash contributed by the members is \$100,000.00.
3. If any, the agreed value of the property other than cash contributed by the members is \$ -0-.
4. The total amount of cash or property anticipated to be contributed by the members is \$100,000.00. This total includes the amounts from 2 and 3 above.



Joe Burns, Member

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 20th day of November, 1998, by Joe Burns, member, on behalf of BDH Properties, L.L.C., a limited liability company, who is personally known to me.



Richard A. Collman, Notary Public

SEAL:

My Commission Expires: 10/24/99

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