

# TRANSMITTAL LETTER

# L98000003202

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

SUBJECT: BH & W Group, L.L.C.  
(Proposed corporate name - must include suffix)

500002713765-7  
-12/15/98--01095--009  
\*\*\*\*337.50 \*\*\*\*337.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: Teresa Barrs Foley & Lardner  
Name (Printed or typed)

Address

City, State & Zip

222-6100

Daytime Telephone number

Name Availability	<i>[Signature]</i>
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Director Verifier	<i>[Signature]</i>
Acknowledgement	<i>[Signature]</i>
P. Verdyer	<i>[Signature]</i>

93 DEC 15 PM 4:30  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 DEC 15 PM 3:03

RECEIVED

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF ORGANIZATION  
OF  
BHH & W GROUP, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I -- NAME**

The name of the limited liability company shall be BHH & W GROUP, L.L.C. ("Company").

**ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the company shall be 300 East Park Avenue, Tallahassee, FL 32301.

**ARTICLE III -- DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall terminate not later than the date thirty (30) years following commencement of existence, unless the Company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the State of Florida is:

Frederick L. Bateman, Jr.  
300 East Park Avenue  
Tallahassee, FL 32301

**ARTICLE V -- CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A."

**ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members.

FILED  
STATE  
SECRETARY OF CORPORATIONS  
98 DEC 15 PM 4:30

## ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

## ARTICLE VIII -- TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the unanimous consent of all the remaining members, provided there are at least two remaining members.

## ARTICLE IX -- MANAGEMENT

The Company shall be managed by a manager appointed 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 provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial manager of the Company is:

Frederick L. Bateman, Jr.  
300 East Park Avenue  
Tallahassee, FL 32301

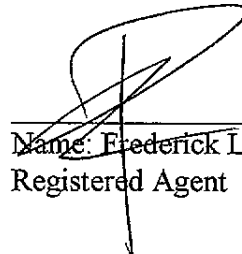
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Tallahassee, Florida, on this 20<sup>th</sup> day of NOVEMBER, 1998.

ORGANIZER

  
\_\_\_\_\_  
Frederick L. Bateman, Jr.

**ACCEPTANCE OF REGISTERED AGENT  
OF  
BHH & W GROUP, L.L.C.**

The undersigned, being the person named in the Articles of Organization of BHH & W GROUP, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accept the obligations of the position of registered agent.



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Name: Frederick L. Bateman, Jr.  
Registered Agent

**EXHIBIT "A"**

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

STATE OF FLORIDA  
COUNTY OF LEON

The undersigned member of BHH & W GROUP, L.L.C., deposes and says:


1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the members is \$400.00.
3. No property other than cash shall be contributed by the members.
4. The total amount of cash or property anticipated to be contributed by members is \$450,000.00. This total includes amounts from item 2 above.

THE AFFIANT SAYS NOTHING FURTHER.

Dated: 11/20/98

  
\_\_\_\_\_  
Frederick L. Bateman, Jr.

SWORN TO AND SUBSCRIBED BEFORE ME this 20<sup>th</sup> day of November 1998, by Frederick L. Bateman, Jr., who is personally known to me.

  
\_\_\_\_\_  
Notary Public -- State of Florida  
My commission expires: \_\_\_\_\_

