

L99000001082

WILLIAM B. PRINGLE III, P.A.

BARNETT BANK CENTER

SUITE 2100

390 NORTH ORANGE AVENUE

ORLANDO, FLORIDA 32801

WILLIAM B. PRINGLE III
ATTORNEY AT LAW

JANET M. HART
PARALEGAL

TELEPHONE:
(407) 843-3701

FACSIMILE:
(407) 650-1800

*list cash + prop. separately
list Anticipated.*

00789-00524-00071 WMA-4135

February 11, 1999

VIA FEDERAL EXPRESS DELIVERY

New Filing Section (LLC)
Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

600002774086--3
-02/12/99--01070--014
****372.50 **** 372.50

Re: Articles of Organization of Boise International, L.C.

Dear Sir/Madam:

Enclosed for filing please find an original set of Articles of Organization, Certificate of Designation of Registered Agent and Affidavit of Membership and Contributions for the above-referenced limited liability company. Also enclosed is a copy of the Articles to be certified and returned to our office using the Federal Express label provided. I am enclosing a check in the amount of \$372.50 for the filing fee in this matter.

If a corporation already exists under this name, please advise and return the enclosures to our offices.

Should you have additional questions in this regard, please do not hesitate to contact me.

Very truly yours,

Janet M. Hart

Janet M. Hart
Paralegal

JMH\pbj

Enclosures

Name	
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

RECEIVED
DIVISION OF CORPORATIONS
02/12/99 01:44:49



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 18, 1999

JANET M. HART
WILLIAM B. PRINGLE III, P.A.
390 NORTH ORANGE AVE., SUITE 2100
ORLANDO, FL 32801

SUBJECT: BOISE INTERNATIONAL, L.C.
Ref. Number: W99000004135

We have received your document for BOISE INTERNATIONAL, L.C. and your check(s) totaling \$372.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

On the Affidavit, list the cash and property contributed separately, also, the affidavit must include the amount of any anticipated contributions.

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 (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 099A00007388

Michelle,

Enclosed herewith is a revised document, which I believe will meet with your approval.

Janet
(407) 843-3201

**ARTICLES OF ORGANIZATION
OF
BOISE INTERNATIONAL, L.C.**

NOTED
5/15/96
OFFICE OF THE
CLERK OF THE
SUPERIOR COURT
JANUARY 1, 1996
64 PM 25 PM 4:49

Article I

Name

The name of this limited liability company is BOISE INTERNATIONAL, L.C.

Article II

Duration

This limited liability company will be in existence for a period of 15 (fifteen) years beginning on the effective date of these Articles of Organization.

Article III

Purpose

This limited liability company is organized for any lawful purpose, except that special statutes for the regulation and control of specific types of business shall control when in conflict with these Articles of Organization.

Article IV

Address

The principal place of business and mailing address of this limited liability company shall be 5018 Latrobe Drive, Windermere, Florida 34786.

Article V

Contribution

The amount of cash and a description and agreed value of property other than cash contributed by each member is as follows:

<u>Member</u>	<u>Contribution</u>	<u>Cash</u>
RONI LEASING, INC.	\$1,550,000.00*	None
*Agreed Value of Real Estate - Lot 25, Isleworth, according to the plat thereof, recorded in Plat Book 16, Pages 118 through 130, inclusive of the Public Records of Orange County, Florida		

NO ADDITIONAL CONTRIBUTIONS ARE ANTICIPATED AT THIS TIME.

KENNETH RAMSEY	\$1,600,000.00*	None
*Agreed Value of all issued and outstanding stock in Boise International of Nevada, Inc., and consulting services		

NO ADDITIONAL CONTRIBUTIONS ARE ANTICIPATED AT THIS TIME.

Article VI

Initial Registered Agent and Office

The initial registered agent of the limited liability company is KENNETH RAMSEY, and the initial registered office address shall be 5018 Latrobe Drive, Windermere, Florida 34786.

Article VII

Management

The limited liability company will be managed by the following member:

Kenneth Ramsey
5018 Latrobe Drive
Windermere, Florida 34786

Article VIII

Powers

This limited liability company shall have all of the powers enumerated in the Florida Limited Liability Act.

Article IX

Admission of New Members

The members shall have the right to admit new members.

The terms and conditions for the admission of new members are as follows:

Any person or entity approved by a unanimous written consent of all existing members may, subject to the terms of the Regulations, become an additional member in the limited liability company by the sale of new interests for such consideration as the members shall determine.

Article X

Right of Continuance

The members shall have the right to continue the business 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.

Article XI

Regulations

The Regulations may be adopted, altered, amended, or repealed by the members.

IN WITNESS WHEREOF, a member of the limited liability company has executed these Articles of Organization on this 4th day of ~~December~~ ^{February}, 1998, thereby affirming under penalties of perjury that the facts contained in these Articles of Organization are true to the best of his or her knowledge.

Organizing Members:

RONI LEASING, INC.,
a Florida corporation


By: [Signature]
MICHAEL T. HARGER, PRESIDENT

By: [Signature]
Kenneth Ramsey

STATE OF Florida
COUNTY OF Orange

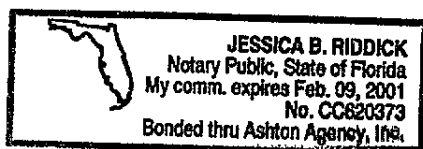
This instrument was acknowledged before me this 4th day of ~~December~~ ^{February}, 1998, by Michael T. Harger, as President of Roni Leasing, Inc. He personally appeared before me at the time of notarization and was personally known to me or who presented _____ as identification.

[Signature]
Notary Public
Commission No.:
My Commission Expires: 2/15/02

 Diana Hippler
My Commission CC716749
Expires February 15, 2002

STATE OF Florida
COUNTY OF Orange

This instrument was acknowledged before me this 15th day of December, 1998, by Kenneth Ramsey. He personally appeared before me at the time of notarization and was personally known to me or who presented Texas DL #17269084 as identification.



Jessica B. Riddick
Notary Public
Commission No.:
My Commission Expires:

(wpwin\boise\articles.org)

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Subsection 608.407(1)(d) of the Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the limited liability company is BOISE INTERNATIONAL, L.C.
2. The name and address of the registered agent and office is:

KENNETH RAMSEY
5018 Latrobe Drive
Windermere, Florida 34786

Organizing Members:

RONI LEASING, INC.

By: _____

MICHAEL T. HARGER, PRESIDENT

By: _____

KENNETH RAMSEY

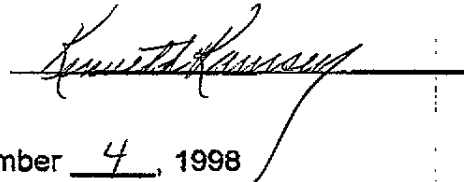
Date: December 4, 1998

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE 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.

SIGNATURE

KENNETH RAMSEY

By:



DATE

December 4, 1998

(wpwinboisetreagan.dee)

AFFIDAVIT OF MEMBERSHIP

STATE OF FLORIDA

COUNTY OF ORANGE

We, RONI LEASING, INC., a Florida corporation, and KENNETH RAMSEY, after being duly sworn, state that to the best of our knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

1. The name of the limited liability company is BOISE INTERNATIONAL, L.C.
2. The limited liability company has at least 2 members.
3. The name and address of each member of the limited liability company is:

RONI LEASING, INC.	KENNETH RAMSEY
c/o William B. Pringle, III, P.A.	5018 Latrobe Drive
390 N. Orange Avenue, Suite 2100	Windermere, Florida 34786
Suite 2100	
Orlando, Florida 32801	

4. The amount of cash and a description and agreed value of property other than cash contributed by each member is as follows:

<u>Member</u>	<u>Contribution</u>	<u>Cash</u>
RONI LEASING, INC.	\$1,550,000.00*	None
*Agreed Value of Real Estate - Lot 25, Isleworth, according to the plat thereof, recorded in Plat Book 16, Pages 118 through 130, inclusive of the Public Records of Orange County, Florida.		

NO ADDITIONAL CONTRIBUTIONS ARE ANTICIPATED AT THIS TIME.

KENNETH RAMSEY	\$1,600,000.00*	None
*Agreed Value of all issued and outstanding stock in Boise International of Nevada, Inc., and consulting services		

NO ADDITIONAL CONTRIBUTIONS ARE ANTICIPATED AT THIS TIME.

[signatures continued on next page]

Organizing Members:

RONI LEASING, INC.,
a Florida corporation

By:

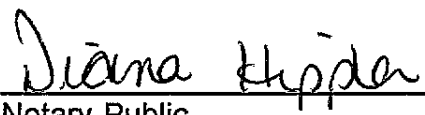

MICHAEL T. HARGER
PRESIDENT


By:


KENNETH RAMSEY

STATE OF Florida
COUNTY OF Orange

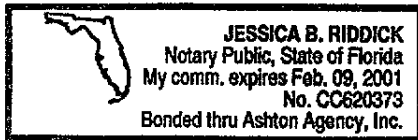
This instrument was acknowledged before me this 4th day of February, 1999,
by MICHAEL T. HARGER, as President of Roni Leasing, Inc. He personally appeared
before me at the time of notarization and is personally known to me or produced _____
as identification.


Notary Public
Commission No.:
My Commission Expires: 2/15/02

 Diana Hippler
My Commission CC716749
Expires February 15, 2002

STATE OF Florida
COUNTY OF Orange

This instrument was acknowledged before me this 15th day of December, 1998,
by KENNETH RAMSEY. He personally appeared before me at the time of notarization
and is personally known to me or produced Texas DL# as identification.



Jessica B. Riddick
Notary Public
Commission No.:
My Commission Expires:

(wpwin\boise\affidav.mem)