



THE UNITED STATES  
CORPORATION  
COMPANY

L99000000/667

ACCOUNT NO. : 072100000032

REFERENCE : 161773 81034A

AUTHORIZATION :

COST LIMIT : \$ 78.75

*Patricia Pujat*  
3300.50

ORDER DATE : March 9, 1999

ORDER TIME : 11:40 AM

ORDER NO. : 161773-005

CUSTOMER NO: 81034A

CUSTOMER: Michael W. Mead, Esq  
MICHAEL WM. MEAD, ESQ  
MICHAEL WM. MEAD, ESQ  
P. O. Drawer 1329

FILED  
99 MAR -9 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

900002799579--5

Fort Walton Bea, FL 32549-1329

DOMESTIC FILING

NAME: BOM, LIMITED COMPANY

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF OBTAINING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

631

*WPA 65819*

EXAMINER'S INITIALS:

W. P. V...

L99-1667  
68-324

Name	<i>[Signature]</i>
Availability	<i>[Signature]</i>
...	<i>[Signature]</i>
...	<i>[Signature]</i>
...	<i>[Signature]</i>
...	<i>[Signature]</i>
...	<i>[Signature]</i>

RECEIVED  
99 MAR -9 PM 12:06  
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

March 24, 1999

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: BOM, LIMITED COMPANY  
Ref. Number: W99000005819

**RESUBMIT**

*Return to original*

We have received your document for BOM, LIMITED COMPANY and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

The document must contain the entity's complete mailing address.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 799A00014662

99 MAR -9 PM 5:00  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
99 MAR 24 AM 11:21  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

March 23, 1999

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: BOM, LIMITED COMPANY  
Ref. Number: W99000005819

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for BOM, LIMITED COMPANY and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The fees for a limited liability company breakdown as follows: \$250 filing fee, \$35 for designation of registered agent, \$52.50 for an optional certified copy, and \$8.75 for an optional certificate of status.

The document must contain the entity's complete mailing address.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 299A00014498

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99 MAR 23 PM 4:43

FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

99 MAR -9 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

March 10, 1999

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: BOM, LIMITED COMPANY  
Ref. Number: W99000005819

We have received your document for BOM, LIMITED COMPANY and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The articles of incorporation must be prepared in compliance with section 607.0202, Florida Statutes. Please refer to this section of the law.

Please return the original and one copy of 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) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 699A00011364

FILED  
99 MAR -9 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



## FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

March 10, 1999

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301SUBJECT: BOM, LIMITED COMPANY  
Ref. Number: W99000005819**RESUBMIT**Please give original  
submission date as file date.

We have received your document for BOM, LIMITED COMPANY and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The articles of incorporation must be prepared in compliance with section 607.0202, Florida Statutes. Please refer to this section of the law.

Please return the original and one copy of 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) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 699A00011364

FILED

99 MAR -9 PM 5:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED

99 MAR 22 AM 11:30

DIVISION OF CORPORATION

ARTICLES OF INCORPORATION  
OF  
BOM, LIMITED COMPANY

FILED  
MAR -9 PM 5:00  
CLERK 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 BOM, LIMITED COMPANY, and its principal place of business shall be 435 South County Road 393, in the City of Santa Rosa Beach, County of Walton, State of Florida 32459, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members. The principal address and mailing address shall be the same.

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, 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 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 business 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

#### Capital Contributions

Capital contributions shall be paid to the limited liability company by the members in proportion to their ownership. There are two (2) members whose interest in the limited liability company total One Hundred Percent (100%).

### ARTICLE IV

#### 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 an equal distributive share of the profits specified as follows:

<u>CONTRIBUTIONS</u>		<u>MEMBER</u>	<u>PERCENTAGE</u>
<u>CASH</u>	<u>SERVICES</u>		
\$35,000	N/A	Michael L. Byrne	82.46%
\$50,000	N/A	Richard B. Osgood	17.54%

The distributive share of the profits shall be determined and paid to the members on the anniversary date of the commencement of business of the limited liability company or



periodically as determined by the managing member Michael L. Byrne.

(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.

(C) The maximum capital required by any of the members is limited to that sum of money set forth in Paragraph "A" above. No additional contribution of cash or services is required.

(D) The members agree at the present time that no addition contributions will be made by all members.

(E) There is no right to have additional members admitted.

(F) In the event of death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company the remaining members shall be allowed to continue the business of the limited liability company.

#### ARTICLE V

##### 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 subject, however, to the provisions of Article VIII. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

#### ARTICLE VI

##### Duration

This limited liability company shall exist until 2019, or until dissolved in a manner provided by law, or as

LED  
9 PM 5:00  
ARY OF STATE  
SSEE, FLORIDA

provided in the regulations adopted by the members

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MAR-9 PM 5:00  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

#### ARTICLE VII

##### Principal Place of Business

The principal office of this limited liability company shall be located at 435 South County Road 393, in the City of Santa Rosa Beach, County of Walton, State of Florida 32459.

#### ARTICLE VIII

##### Management

Management of this limited liability company is reserved unto the following member which shall have exclusive control over the conduct and affairs of this limited liability company:

Michael L. Byrne  
435 South County Road 393  
Santa Rosa Beach, FL 32459

#### ARTICLE IX

##### Initial Registered Office and Registered Agent

The address of the initial principal office of the limited liability company is 435 South County Road 393, City of Santa Rosa Beach, County of Walton, State of Florida 32459, and the name of its initial registered agent at such address is Michael L. Byrne.

The undersigned, being the original members of the limited liability company, hereby certify that the foregoing constitutes the Articles of Organization of BOM, LIMITED COMPANY.

EXECUTED BY THE UNDERSIGNED ON THE DATE INDICATED.

  
MICHAEL L. BYRNE

MARCH 4, 1999  
Date signed

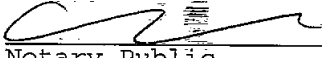
  
RICHARD B. OSGOOD

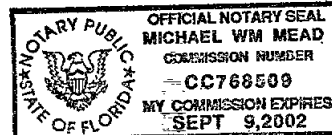
MARCH 9, 1999  
Date signed

STATE OF FLORIDA  
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me  
this 4<sup>th</sup> day of March, 1999, by Michael L. Byrne,

X who is personally known to me, or  
who has produced \_\_\_\_\_  
as identification.


  
Notary Public  
My Commission Expires:

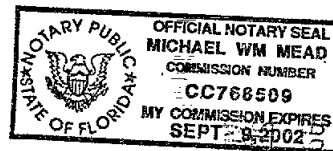


STATE OF FLORIDA  
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me  
this 4<sup>th</sup> day of March, 1999, by Richard B. Osgood,

X who is personally known to me, or  
who has produced \_\_\_\_\_  
as identification.

  
Notary Public  
My Commission Expires:



FILED  
MAR -9 PM 5:00  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
DEPARTMENT OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.


In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST:

BOM, LIMITED COMPANY, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 435 South County Road 393, Santa Rosa Beach, Florida 32459, has named MICHAEL L. BYRNE, located at 435 South County Road 393, Santa Rosa Beach, Walton County, Florida 32459 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
MICHAEL L. BYRNE

FILED  
99 MAR -9 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(corp\bom.ra\mw)

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA  
COUNTY OF OKALOOSA

FILED  
99 MAR -9 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

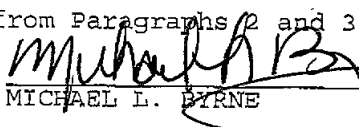
In compliance with Florida Statute 608.407(2), the undersigned member of BOM, LIMITED COMPANY, deposes and says:

1. The limited liability company identified above has at least two (2) members.

2. The total amount of cash contributed by the members is \$85,000.

3. The agreed value of property other than cash contributed by the members is none.

4. The total amount of cash or property anticipated to be contributed by the members is \$85,000. This total includes the amounts from Paragraphs 2 and 3 above.

  
MICHAEL L. BYRNE

The foregoing instrument was acknowledged before me this 5 day of March, 1999, by Michael L. Byrne, on behalf of BOM, LIMITED COMPANY, a Limited Liability Company,

X who is personally known to me, or  
who produced \_\_\_\_\_ as identification.

  
Notary Public

My Commission Expires: 10/11/02

(aff\bom.aff\#14660\mw)

DARLENE BURKE  
Notary Public - State of Florida  
My Commission Expires Oct 11, 2002  
Commission # CC 782267

[\*]