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(Requestor's Name)

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PICK-UP

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MAIL

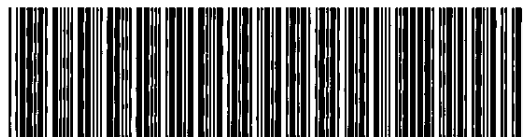
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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CB 11-12-06

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

BBG Millennium Inc

Signature _____

Requested by: SW

Date 7/11

Time _____

Name _____

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 _____

ARTICLES OF INCORPORATION
OF
BBG MILLENNIUM, INC.

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TALLAHASSEE, FLORIDA

Article I

Name

The name of the corporation is BBG MILLENNIUM, INC.

Article II

Duration

The corporation shall have perpetual existence.

Article III

Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Address

The street address and mailing address of the initial principal office of the corporation shall be:

9990 Coconut Road, Suite 200
Bonita Springs, FL 34135

Article V

Capital Stock

The corporation is authorized to issue 202 shares of capital stock, two of which shares shall be voting common stock, par value \$1.00 per share, and 200 of which shares shall be non-voting common stock, par value \$1.00 per share. The holders of voting common stock shall have

the sole right to vote in the election of directors of the corporation and, except to the extent prohibited by the Florida Business Corporation Act, as amended, the sole right to vote on all other matters which may be voted upon by the shareholders of the corporation; and the holders of non-voting common stock, except to the extent prohibited by said Act, shall have no voting rights. Except as set forth in the last preceding sentence, the preferences and relative rights of all shares of voting common stock and non-voting common stock shall be identical, and no share shall have preference over any other share with respect to distributions of dividends or assets of the corporation upon dissolution or otherwise.

Article VI

Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 9990 Coconut Road, Suite 200, Bonita Springs, Florida 34135, and the name of the original registered agent of the corporation at that office is Dennis E. Gilkey. Pursuant to section 607.0501(3) a written acceptance is attached.

Article VII

Incorporator

The name and address of the person signing these Articles is:

Dennis E. Gilkey	9990 Coconut Road, Suite 200 Bonita Springs, FL 34135
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Article VIII

Powers

The corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

Article IX

Indemnification

Provided the person proposed to be indemnified is not shown to have not satisfied the requisite standard of conduct for permissive indemnification by a corporation as specifically set

forth in the applicable provisions of the Florida Business Corporation Act (currently, sections 607.0850(1) and (2), Florida Statutes), as may be amended from time to time, the corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses and liabilities incurred in defending a civil or criminal proceeding, or any other matter referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or agent. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise. The indemnification provided herein shall continue as to a person who has ceased to be an officer, director, employee or agent, and shall inure to the benefit of the heirs and the personal and other legal representatives of such person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

Article X

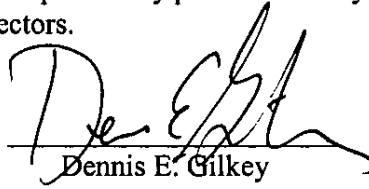
Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

Article XI

Bylaws

Bylaws of the corporation may be adopted, altered, amended or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide such bylaw is not subject to amendment or repeal by the Board of Directors.

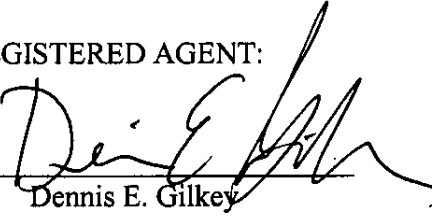

Dennis E. Gilkey
Incorporator

DATED: July 10, 2006

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Resource Conservation Projects, Inc., a Florida corporation, in the foregoing Articles of Incorporation, the undersigned hereby states that the undersigned is familiar with and agrees to accept the duties and responsibilities as registered agent for said corporation and to comply with any and all Florida Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:


Dennis E. Gilkey

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