

CAPITAL CONNECTION, INC.

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

Brownstone Media, L.C.

- ___ 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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TALLAHASSEE, FLORIDA

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Signature _____

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Name Date Time

Walk-In _____ Will Pick Up _____

ARTICLES OF ORGANIZATION

FOR

BROWNSTONE MEDIA, L.C.

**I.
NAME**

The name of the limited liability company (the "Company") is

BROWNSTONE MEDIA, L.C.

**II.
DURATION**

The period of duration of the Company is perpetual unless terminated pursuant to its Operating Agreement.

**III.
BUSINESS ADDRESS**

The address of the place of business of the Company is c/o Rental Office, 17098 Collins Avenue, Sunny Isles Beach, FL 33160.

**IV.
REGISTERED AGENT**

The name and address of the initial registered agent of the Company in the State of Florida is Lawrence H. Rogovin, Esq., having an address of 4000 Hollywood Boulevard, Suite 265 South, Hollywood, FL 33021.

**V.
ADDITIONAL MEMBERS**

The right, if given, of the Member(s) to admit additional Members and the terms and conditions of the admissions shall be as set forth in the Operating Agreement of the Company.

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VI.
RIGHT OF ASSIGNEE TO BECOME A MEMBER

Except as may be otherwise provided in the Operating Agreement, an assignee of a member's interest in the Company may become a member of the Company, and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the Company, as set forth in the Operating Agreement, provided such assignment and admission of such assignee as a member complies with the terms and conditions of the Operating Agreement of the Company.

VII.
CONTINUITY OF BUSINESS

The right, if given, of the remaining Member(s) of the Company to continue the business on the 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 Company shall be as set forth in the Operating Agreement of the Company.

VIII.
MANAGEMENT

Subject to the right of the Member(s) to elect a Manager or Managers, as set forth in the Operating Agreement of the Company, the day-to-day management of the Company is reserved to the Member whose name and address is: Stanley Lesniak, c/o Rental Office, 17098 Collins Avenue, Sunny Isles Beach, FL 33160.

IX.
SUBSCRIBER

The name and address of the person executing these Articles of Organization as Member and Manager is Stanley Lesniak, c/o Rental Office, 17098 Collins Avenue, Sunny Isles Beach, FL 33160. Said person shall not be liable, in any form or fashion, for any acts or omissions of the Company.

ARTICLE X.
DISSOLUTION OF COMPANY

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless the other members elect to continue the Company either upon the affirmative vote of a majority of all of the members of the Company, which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company, and so long as there remains one (1) member of the Company.

X.
RETURN OF CAPITAL

No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's Operating Agreement then in existence.

XI.
AMENDMENT TO ARTICLES OF ORGANIZATION

Members may adopt, alter, amend or repeal any provision of the Articles of Organization upon the affirmative vote of a majority of all of the members of the Company which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company.

XII.
AMENDMENT OF OPERATING AGREEMENT

Pursuant to Section 608.423(1), Florida Statutes, the manager(s) of the Company may adopt, alter, amend or repeal any provision of the Operating Agreement upon the affirmative vote of a majority of the manager(s) of the Company in attendance at a meeting of the manager(s) duly called at which a quorum exists or by written consent of a majority of the managers of the Company; provided, however, any provision which has been previously adopted, altered or amended by the members and which states that it may only be amended, altered or repealed by the member(s), may not be altered, amended or repealed by the manager(s) but shall only be amended, altered or repealed upon the affirmative vote of a majority of all of the members of the Company which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company.

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