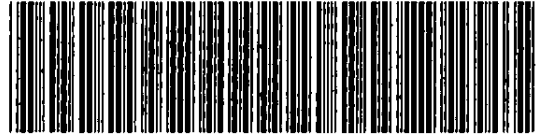


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WI-15422

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

Joe Samreta CAVE

AUTHORIZATION BY PHONE TO
CORRECT principle office to be same as RA

DATE 03/29/10 @ 2:36 pm

DOC. EXAM J. Bryan

J. BRYAN

MAR 29 2009

EXAMINER

JENNINGS TAYLOR WHEELER & HALEY, P.C.

SUITE 250
11711 N. PENNSYLVANIA STREET
P.O. BOX 1710
CARMEL, INDIANA 46082-1710
Telephone: (317) 575-7979
Facsimile: (317) 575-7977

Attorneys at Law

Charles T. Jennings Joseph A. Samreta
† David L. Taylor Jeffrey W. Ferrand
Stephen C. Wheeler Margaret A. Molloy
† Thomas R. Haley III Cameron G. Starnes
Cari L. Sheehan

† *Civil Mediator*

March 23, 2010

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Tolley Productions, LLC

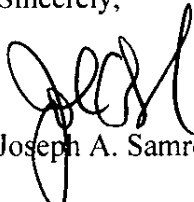
Dear Department of State Representative:

The enclosed Articles of Organization and Fees are submitted for filing. Please return all correspondence concerning this matter to the following:

David L. Taylor
Jennings Taylor Wheeler & Haley, P.C.
11711 N. Pennsylvania St., Suite 250
P.O. Box 1710
Carmel, IN 46082-1710

If you require further information concerning this matter, please call me. In addition, I have also enclosed a check for One Hundred Sixty Dollars (\$160.00) for the filing fee, certificate of status and certified copy. I have also included an additional copy of the Articles of Organization as well. Thank you for your assistance in this matter.

Sincerely,



Joseph A. Samreta

JAS:sm

Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 29, 2010

DAVID L. TAYLOR
JENNINGS TAYLOR WHEELER & HALEY, P.C.
11711 N. PENNSYLVANIA ST, SUITE 250
CARMEL, IN 46082-1710

SUBJECT: TOLLEY PRODUCTIONS, LLC
Ref. Number: W10000015422

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10 MAR 26 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for TOLLEY PRODUCTIONS, LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Florida law requires the street address of the principal office and, if different the mailing address of the entity. A post office box is not acceptable for the principal office.

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) 245-6043.

Joey Bryan
Regulatory Specialist II

Letter Number: 410A00007636

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Tolley Productions, LLC

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TALLAHASSEE, FLORIDA

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

Mailing Address:

293 94th Avenue NE
St. Petersburg, FL 33702

P.O. Box 56480
St. Petersburg, FL 33732

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

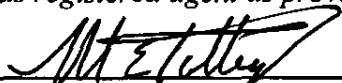
The name and the Florida street address of the registered agent are:

Michael E. Tolley
Name

293 94th Avenue NE
Florida street address (P.O. Box **NOT** acceptable)

St. Petersburg, FL 33702
City, State, and Zip

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 as provided for in Chapter 608, F.S.


Registered Agent's Signature (REQUIRED)

(CONTINUED)

ARTICLE IV - Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

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TALLAHASSEE, FLORIDA

Title:

“MGR” = Manager

“MGRM” = Managing Member

Name and Address:

MGRM

Michael E. Tolley
293 94th Avenue NE
St. Petersburg, FL 33702

MGRM

Simone C. Tolley
293 94th Avenue NE
St. Petersburg, FL 33702

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____ (OPTIONAL)
(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 608.403(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Michael E. Tolley

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$30.00 Certified copy (Optional)

\$5.00 Certificate of Status (Optional)