

Document Number Only
M97000000706

C T CORPORATION SYSTEM
Requestor's Name
660 East Jefferson Street

Address
Tallahassee, Florida 32301

City State Zip Phone

CORPORATION(S) NAME

800002334373--2
-10/30/97--01112--001
****285.00 ****285.00

FILED
OCT 21 PM 4:30
CLERK OF STATE
TALLAHASSEE, FLORIDA

Caribbean Management, LLC d-b-a
Caribbean Management (DE), LLC

- | | | |
|---|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input checked="" type="checkbox"/> Limited Liability Company | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Limited Liability Partnership | | <input type="checkbox"/> Fictitious Name |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Only | | |

M97-706

Name	<i>OR 10-27</i>
Availability	
Document Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED

THANKS, MELANIE

RECEIVED
97 OCT 21 PM 12:06
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED
97 OCT 27 PM 12:32
DIVISION OF CORPORATION

October 21, 1997

From C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: CARIBBEAN MANAGEMENT, L.L.C.
Ref. Number: W97000023983

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SECRETARY OF STATE
TALLAHASSEE, FL

We have received your document for CARIBBEAN MANAGEMENT, L.L.C. and check(s) totaling \$285.00. However, your check(s) and document are being returned for the following:

The name designated in your document is not available. Therefore, the limited liability company must adopt an alternate name for use in the state of Florida. To adopt an alternate name the entity must submit a resolution signed by a managing member or manager adopting the alternate name for use in the state of Florida. The alternate name must end with "L.L.C.," "L.C.," "Limited Liability Company" or "Limited Company."

ALSO, PLEASE note that we must have MONEY AMOUNTS in Items 3 and 4 on the AFFIDAVIT. If the amount in Item 3 is "ZERO", please enter that. Don't just leave it blank. The amount in Item 4 must be at least \$1,000.00.

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) 487-6914.

To:
Buck Kohr
Corporate Specialist

Letter Number: 697A00051354

*Please have
date to 10-21-97*

*Pick-up 3:00
10-27-97*

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS
IN THE STATE OF FLORIDA:

1. Caribbean Management, L.L.C.
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation
"L.C." if not so contained in the name at present.)
2. Delaware
(Jurisdiction under the law of which foreign limited liability
company is organized)
3. Applied For
(FEI number, if applicable)
4. September 17, 1997
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist
or "perpetual")
6. Upon Qual.
(Date first transacted business in Florida. (See sections 608.501, 608.502 and 817.155, F.S.))
7. 1011 North Frio Street
San Antonio, TX 78207
(Street address of principal office)

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TALLAHASSEE, FLORIDA

8. List and indicate in title space provided the name, title, and business address of each managing
member [MGRM] or manager [MGR]. It is not necessary to list members.
(attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Brian Weiner</u>	<u>Manager</u>	<u>Jack Cavaleri</u>	<u>Manager</u>
<u>1011 North Frio Street</u>		<u>1011 North Frio Street</u>	
<u>San Antonio, TX 78207</u>		<u>San Antonio, TX 78207</u>	
<u></u>		<u></u>	
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Filing Fee: \$ 52.50 for Application

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

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07 OCT 21 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned member or authorized representative of a member of _____
Caribbean Management, L.L.C. deposes and says:

- ~~1) the above named limited liability company has at least two members~~
2) the total amount of cash contributed by the member(s) is \$ 1,000.00
3) if any, the agreed value of property other than cash contributed by member(s) is
\$ zero. A description of the property is attached and made a part hereto.
4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 1,000.00. This total includes amounts from 2 and 3 above.

PMG INTERNATIONAL, LTD., Member

By: PERIODICAL LICENSING, INC., ITS General Partner

By: *Carla A. Brassfield* President/Manager

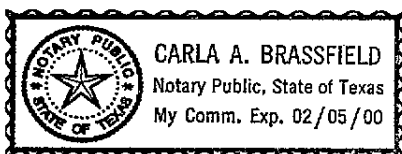
Signature of a member or authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

STATE OF TEXAS \$

COUNTY OF BEXAR \$

Sworn and subscribed to before me this 20th day of October, 1997.



Carla A. Brassfield
Carla A. Brassfield
Notary Public, State of Texas
My Commissions Expires: 02-05-00

Filing Fee: \$52.50 for Affidavit

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

Caribbean Management, L.L.C.

2. The name and address of the registered agent and office is:

C T Corporation System

(Name)

1200 South Pine Island Road

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Plantation, Florida 33324

(City/State/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.

Connie Bryan

(Signature)

Connie Bryan, Special Asst. Secretary

October 21, 1997

(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CARIBBEAN MANAGEMENT, L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF OCTOBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

2797304 8300.

DATE: 8707455

971350361.

10-17-97

RESOLUTION OF MEMBERS

(Please print or type)

I, the undersigned John Hundley, do hereby certify
(Name)

that this Resolution of the Members of Caribbean Management, L.L.C.
(Limited Liability Company Name)

a corporation duly organized and existing under the laws of the State of Delaware

was duly adopted on October 23,, 1997.

Be it resolved, that Caribbean Management, L.L.C.
(Limited Liability Company Name)

organized and existing in the State of Delaware, hereby adopts the name

Caribbean Management (DE), L.L.C. for use in Florida.

Dated: October 23, 1997

PMG INTERNATIONAL, LTD., Sole Member

By: Periodical Licensing, Inc., General Partner

By: John Hundley
JOHN HUNDLEY, Secretary

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TALLAHASSEE, FLORIDA