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EXAMINER



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ACCOUNT NO. : I2000000195

REFERENCE: 903903

7707745

AUTHORIZATION :

COST LIMIT :

ORDER DATE: September 7, 2011

ORDER TIME: 12:48 PM

ORDER NO. : 903903-010

CUSTOMER NO: 7707745

DOMESTIC FILING

NAME: DOLPHIN WW 1 DISTRIBUTION, LLC

EFFECTIVE DATE:

XX ___ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

_ PLAIN STAMPED COPY

___ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd - EXT. 2940

EXAMINER'S INITIALS:

COVER LETTER

| | on Section f Corporations | | | 1000 |
|----------------------|--|---|--|--|
| SUBJECT: | Dolphin WW | / 1 Distributio | on, LLC | 73 |
| 3000EC1. | The state of the s | ed Liability Con | | , |
| The enclosed Articl | es of Organization and fee(s) are: | submitted for fil | lina | |
| | respondence concerning this matt | | - | |
| Flease return an con | respondence concerning this man | er to the follows | ung: | |
| | Willia | ım O'Dowd | | |
| | | Name of Person | | , |
| | Dolphin Ent | tertainment In | ıc. | |
| | , | Firm/Company | | |
| | Suite 365, 804 Douglas Ro | oad, Executive | e Tower Bui | lding |
| | | Address | | |
| | Coral Gables, | FL | 33134 | |
| | City | //State and Zip Co | ode | |
| | E-mail address: (to be used for | or future annual re | eport notification | n) |
| For further informat | ion concerning this matter, please | | • | , |
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|). | une of Person | at (| | Felephone Number |
| 142 | me of Person | Area Co | sde & Daytime | elephone Number |
| Enclosed is a chec | k for the following amount: | | | |
| \$125.00 Filing Fee | \$130.00 Filing Fee & Certificate of Status | \$155.00 Fill Certified Conditional conditi | - | \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed) |
| | Mailing Address Registration Section Division of Corporations P.O. Box 6327 Tallahassee, PL 32314 | Registr Divisio Clifton 2661 E | Courier Addra ation Section on of Corporati Building xecutive Cente ssee, FL 3230 | ons er Circle |

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COM

ARTICLE I - Name:

The name of the Limited Liability Company is:

Dolphin WW 1 Disbribution, LLC

(Must end with the words "Limited Liability Company, "L.L.C.," or "LLC.")

ARTICLE II - Address:

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

| Principal Office Address: | Mailing Address: |
|-----------------------------|-----------------------------|
| 804 Douglas Road, Suite 365 | 804 Douglas Road, Suite 365 |
| Coral Gables, FL 33134 | Coral Gables, FL 33134 |
| | |

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:

William O'Dowd
Name

Suite 365, 804 Doglas Road, Executive Tower Bldg
Florida street address (P.O. Box NOT acceptable)

Coral Gables FL 33134
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.

William O'Dowd

By:

Registered Agent's Signature (REQUIRED)

(CONTINUED)

Page 1 of 2

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

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

| <u>Title:</u> | Name and Address: | |
|---|--|--|
| "MGR" = Manager | • | |
| "MGRM" = Managing Member | | |
| MGRM | Dolphin Entertainment Inc. | |
| | Suite 356, 804 Douglas Road, Executive Tower Bldg. | |
| | Coral Gables, FL 33134 | |
| | | |
| MGR | William O'Dowd | |
| | c/o Dolphin Entertainment Inc., Suite 365 | |
| | 804 Douglas Road, Coral Gables, FL 33134 | |
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| (Use attachment if necessary) | | |
| (Ose attachment if necessary) | | |
| ARTICLE V: Effective date if other than the c | late of filing: (OPTIONAL) | |
| | specific and cannot be more than five business days prio | |
| to or 90 days after the date of filing.) | specime and territor se more man in a passings days prio | |
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| REQUIRED SIGNATURE: | | |
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| Ville | O Val | |
| Signature of a member | or an authorized representative of a member. | |
| (In accordance with section 608.4 | 108(3), Florida Statutes, the execution of this document | |
| constitutes an affirmation under t | he penalties of perjury that the facts stated herein are true. | |
| I am aware that any false informa | ation submitted in a document to the Department of State as provided for in s.817.155, F.S.) | |
| Constitutes a unit degree telony | BCD 1011100,11.00,11.00, | |
| willdan | ed or printed name of signee | |
| Гуре | ou or primed name or 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)