

February 9, 2000 Division of Corporations Page 1616

**Florida Department of State**  
**Division of Corporations**  
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**Katherine Harris, Secretary of State**

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**To:**

Division of Corporations  
Fax Number : (850)922-4003

**From:**

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305) 672-0686  
Fax Number : (305) 672-9110

**LIMITED LIABILITY COMPANY**

**L.V.I Sports Management LLC**

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$130.00

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## Corporate Filing

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 11, 2000

CORPORATE CREATIONS INTERNATIONAL INC

SUBJECT: I.V.I. SPORTS MANAGEMENT LLC  
REF: W00000003809

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 90 days or your filing will be considered abandoned.

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Michael Mays  
Document Specialist

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:

I.V.I Sports Management LLC

### Article II. Duration

The duration of the Company shall be perpetual unless the Company dissolves in accordance with the provisions of the Company's Regulations or these Articles of Organization.

### Article III. Address

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

I.V.I Sports Management LLC  
941 Fourth Street, #200M  
Miami Beach FL 33139

### Article IV. Registered Agent

The name and address of the registered agent of the Company is:

Corporate Creations Enterprises Inc.  
941 Fourth Street #200  
Miami Beach FL 33139

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### Article V. Percentage Interest: Membership Certificate

The profits and losses of the Company shall be allocated to the members in accordance with and in proportion to each member's Percentage Interest (which shall be equal to the number of Units owned by a member divided by the total number of Units owned by all of the members), unless otherwise provided in the Regulations of the Company. A member's interest in the Company may be evidenced by a Membership Certificate issued by the Company.

Registered Agents Ltd.  
1220 North Market Street, Suite 606  
Wilmington DE 19801  
800-441-5940

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**Article VI. Dissolution**

The Company shall be dissolved upon the death, bankruptcy, dissolution or termination of a member's membership in the Company for any reason, unless the business of the Company is continued by the consent of a majority of the remaining members of the Company within 30 days after any of these events.

**Article VII. Transferability of Member's Interest**

No member shall have the right to assign the member's interest in the Company without the written agreement of a majority of the Units. If a majority of the Units do not approve the assignment, the assignee shall have no right to become a member, to participate in the management of the Company or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

**Article VIII. Management**

The Company will be manager-managed. The name and address of each manager is:

STERLING MANAGERS LIMITED  
P.O. Box 362 Road Town Tortola, BVI

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**Article IX. Purpose of the Company**

The purpose of the Company shall be to engage in any lawful commercial act or activity for which a limited liability company may be formed under the Florida Limited Liability Company Act.

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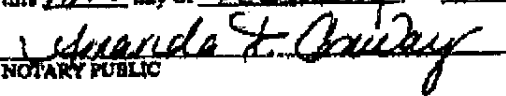
**Article X. Company Existence**

The Company's existence shall begin effective as of February 9, 2000.

  
AUTHORIZED REPRESENTATIVE OF A MEMBER:  
Janet M. Caruccio

Date: February 10, 2000

SWORN TO AND SUBSCRIBED before me, a notary public for the State of Delaware,  
this 10th day of February, 2000

  
NOTARY PUBLIC

AMANDA P. CONWAY  
NOTARY PUBLIC-DELAWARE  
My Commission Expires April 28, 2001

Registered Agents Ltd.  
1220 North Market Street, Suite 606  
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**LIMITED LIABILITY COMPANY:**  
**I.V.I Sports Management LLC**

**REGISTERED AGENT/OFFICE:**  
**Corporate Creations Enterprises Inc.**  
**941 Fourth Street #200**  
**Miami Beach FL 33139**

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

\_\_\_\_\_  
Corporate Creations Enterprises Inc.  
Taide Baez, Assistant Secretary

Date: February 11, 2000

SWORN TO AND SUBSCRIBED before me, a notary public for the State of Florida,  
this 11<sup>th</sup> day of FEBRUARY, 192000.

\_\_\_\_\_  
NOTARY PUBLIC

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