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March 8, 2000

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

RE: Bulli Ray Enterprises, L.L.C.

Gentlemen:

L-2922

Enclosed please find an original and copy of Articles of Organization of Bulli Ray Enterprises, L.L.C. and Affidavit of Mitzi Robinson for filing. Also enclosed is Bulli Ray Enterprise's check #2850 for \$155.00 representing the filing fee of \$125.00 and \$30.00 for a certified copy of the Articles.

If you have questions, please call my office.

Sincerely,

Marty Smith
Marty Smith -hcf

MS/hhd

Enclosure

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TALLAHASSEE FLORIDA

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ARTICLES OF ORGANIZATION OF
BULLI RAY ENTERPRISES, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY

The undersigned hereby certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I
NAME, MAILING ADDRESS AND STREET ADDRESS

The name of the limited liability company shall be BULLI RAY ENTERPRISES, L.L.C., and its principal place of business shall be in the City of Ocala, County of Marion, State of Florida, with a street address and mailing address of 1609 NW 114th Loop, Ocala, FL 34475, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE II
PURPOSES AND POWERS

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do.
3. Specifically, but without limitation, the purpose of this company shall include training and education programs relating to animal behavior, as well as production of video programs for animal behavior education.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, or rescind any such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated herein otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

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6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or attainment of any of the objects, or the furtherance of any of the powers herein set forth, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

7. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company. Any and all company actions shall require the consent and approval of all members.

ARTICLE IV MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLES V CAPITAL CONTRIBUTIONS

Capital contributions in the amount of Five Hundred Dollars (\$500.00) cash shall be paid to the limited liability company by the two (2) members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

**ARTICLES VI
PROFITS AND LOSSES**

(a) **Sharing Profits.** The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distribution share of the profits. The distributive share of the profits shall be determined and paid to the members from time to time as agreed by the members.

(b) **Losses.** All the losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if such sources are insufficient to cover such losses, by the members in equal shares.

**ARTICLE VII
LIMITED LIABILITY COMPANY POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

**ARTICLE VIII
DURATION**

This limited liability company shall exist until December 31, 2029, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

**ARTICLE IX
PRINCIPAL PLACE OF BUSINESS**

The principal office of this limited liability company shall be located at 1609 NW 115th Loop, City of Ocala, County of Marion, State of Florida 34475.

**ARTICLE X
MANAGEMENT**

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

Mitzi Robinson
1609 NW 114th Loop
Ocala, FL 34475

Anthony Robinson
1609 NW 114th Loop
Ocala, FL 34475

**ARTICLE XI
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT**

The address of the initial registered office of the limited liability company is 1609 NW 114th Loop, City of Ocala, County of Marion, State of Florida, and the

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name of its registered agent at such address is Mitzi Robinson.

Executed by the undersigned at Ocala, Marion County, Florida on this
8th day of March, 2000.

By: Mitzi Robinson
Mitzi Robinson

By: Anthony Robinson
Anthony Robinson

Having been named as Registered Agent and to accept service of process for the above stated limited liability company, 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.

Mitzi Robinson
Mitzi Robinson, Registered Agent

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