

L 000000004980

ATTORNEYS TITLE

Requestor's Name

660 E. Jefferson St.

Address

Tallahassee, FL 32301

City/St/Zip

850-222-2785

Phone #

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1- PINNACLE SPORTS MANAGEMENT, LLC

2-

3-

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAY -2 PM 12:01

FILED

il
5/2

☒ Walk-in

☐ Pick-up time ASAP

☒ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

DEPARTMENT OF STATE
DIVISION OF CORPORATE REGISTRATION
TALLAHASSEE, FLORIDA

00 MAY -2 AM 9:35

RECEIVED

NEW FILINGS

<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non-Profit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS

<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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****155.00 ****155.00

Examiner's Initials

ARTICLES OF ORGANIZATION

OF

PINNACLE SPORTS MANAGEMENT, L.L.C.

THE UNDERSIGNED certify they intend to form a limited liability company under the laws of the State of Florida and hereby declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I NAME

The name of the limited liability company (the "Company") shall be **PINNACLE SPORTS MANAGEMENT, L.L.C.**

ARTICLE II ADDRESS

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

17222 Alico Center Road, Unit 3
Fort Myers, Florida 33912

ARTICLE III PURPOSES

The general nature of the business or businesses to be transacted and which the Company is authorized to transact shall be as follows:

- A. The management and operation of concession stands for the sale at retail of sports apparel, headwear, novelties and related items.
- B. To engage in any activity or business authorized under the Florida Statutes.
- C. 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 extend as a natural person might or could do.

ARTICLE IV MEMBERS

There shall be two (2) classes of Members, namely:

- 1. Class A Members – The Class A Members are members who are entitled to a vote; and
- 2. Class B Members – The Class B Members are members who are not entitled to a vote.

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**ARTICLE V
DURATION**

The duration for the Company is perpetual.

**ARTICLE VI
REGISTERED AGENT AND OFFICE**

The name of the Company's initial registered agent in Florida is **MICHAEL J. VOLPE, Esquire** and the address of the Company's registered agent in Florida is c/o **LAW OFFICES OF MICHAEL J. VOLPE, J.D.**, 1400 Gulf Shore Boulevard North, Suite 218, Naples, Florida 34102.

**ARTICLE VII
MANAGEMENT**

The Company is to be managed by a manager or managers. The name and address of the initial manager is: **DENNIS MacFARLANE**, whose address is 17222 Alico Center Road, Unit 1, Fort Myers, Florida 33912.

**ARTICLE VIII
ADMISSION OF NEW MEMBERS**

The existing members of the Company shall have the right to admit additional members to the Limited Liability Company, by the affirmative vote or consent of members holding two-thirds of the members' percentage interest, in accordance with the terms and conditions of the Operating Agreement of the Limited Liability Company.

**ARTICLE IX
CONTINUATION OF BUSINESS OPERATIONS**

The remaining members of the Limited Liability Company, by the affirmative vote or consent of members holding two-thirds of the members' percentage interest (other than the member who caused the withdrawal event) may continue the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

**ARTICLE X
TRANSFERABILITY OF MEMBER'S INTEREST**

A member's interest in the Company shall not be transferred unless the transfer is approved by the members in accordance with the Company's Operating Agreement.

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IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization this 19th day of April, 2000.

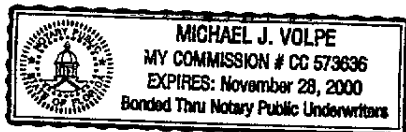
Dennis MacFarlane
DENNIS MacFARLANE, Member

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 19th day April 2000, by DENNIS MacFARLANE, Member, who is personally known to me ~~or who has produced~~ (type of identification) as identification and who ~~did~~ (did not) take an oath.

NOTE: If a type of identification is not inserted in the blank provided, then the person(s) executing this instrument was personally known to me. If the words in the parenthetical "did not" are not circled, then the person(s) executing this instrument did take an oath.

My Commission Expires:



Signature

Michael J. Volpe
(Type or print name of Notary)

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TALLAHASSEE FLORIDA

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

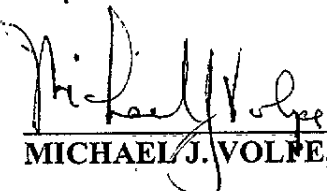
Pursuant to the provisions of Section 608.415 of the Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the Registered Agent/Registered Office in the State of Florida.

1. The name of the limited liability company is:
SPORTS MANAGEMENT, L.L.C.
~~PINNACLE PROMOTION GROUP, L.L.C.~~
2. The name and address of the Registered Agent and office is:

**MICHAEL J. VOLPE, ESQUIRE
LAW OFFICES OF MICHAEL J. VOLPE
1400 Gulf Shore Boulevard, Suite 218
Naples, Florida 34102**

Having been named as Registered Agent 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.

Dated this 19th day of April, 2000.



MICHAEL J. VOLPE, Esquire

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TALLAHASSEE FLORIDA

This instrument prepared by:
**MICHAEL J. VOLPE, ESQUIRE
LAW OFFICES OF MICHAEL J. VOLPE, J.D.
1400 Gulf Shore Blvd. North, Suite 218
Naples, Florida 34102**