

# OCCAN, P.A.

ATTORNEY AND COUNSELOR AT LAW 412 Madison, 10<sup>th</sup> Floor TAMPA, FL 33602 (813) 223-3224 x 251 FAX (813) 316-0531

May 18, 2000

Florida Department of State Division of Corporations PO Box 6327 Tallahassee, Florida 32314

RE: Costa Holdings, L.L.C.

600003259846--2 -05/19/00--01099--008 \*\*\*\*155.00 \*\*\*\*155.00

To whom it may concern:

Enclosed please find our check payable to the Secretary of State in the amount of \$155.00 and an original and copy of the Articles of Organization for Costa Holdings, L.L.C. Please file these with the office of the Secretary of State, and return a copy of same together with a Certified Copy of the Articles of Organization. Should you have any questions in this regard, please do not hesitate to contact me at your earliest convenience.

Very truly yours,

Mark R. Dolan

SECRETARION NO. 11 P. 12 P. 12

nh 5/24

# ARTICLES OF ORGANIZATION OF COSTA HOLDINGS, L. L. C.

### ARTICLE I Name

The name of the limited liability company ("Company") is COSTA HOLDINGS, L. L. C.

### ARTICLE II Address

The mailing and street address of the Company's principal office is 412 East Madison, 10<sup>th</sup> Floor, Tampa, Florida 33602.

# ARTICLE III Registered Agent and Office

The name of Company's initial registered agent in Florida is Mark R. Dolan. The address of the Company's registered office in Florida is 412 East Madison, 10th Floor, Tampa, Florida 33602.

Having been named as registered agent and to accept service of process for the above-named 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.

Mark R. Dolan

ARTICLE IV Management

The Company is to be managed by the following managing members:

David G. Marshlack 412 East Madison, 10<sup>th</sup> Floor Tampa, Florida 33602.

Charles Bruce Hammil 412 East Madison, 10<sup>th</sup> Floor Tampa, Florida 33602.

Mark R. Dolan 412 East Madison, 10<sup>th</sup> Floor Tampa, Florida 33602. Dr. Bruce Miller 2942 West Columbus Drive Tampa, Florida 33607

Entertainment Network, Inc. 412 East Madison, 10<sup>th</sup> Floor Tampa, Florida 33602.

# ARTICLE V Duration

The period of duration for the Company is perpetual, beginning on the date these Articles of Organization are filed by the Florida Department of State.

### ARTICLE VI Admission of New Members

Members of the Company have the right to admit new members only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

# ARTICLE VII Continuation of Business

The remaining members of the Company have the right to continue the business on 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 Company as provided in the Costa Holdings, L. L. C., Regulations.

#### ARTICLE VIII

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the members.

IN WITNESS WHEREOF, I have executed these Articles of Organization the day and year set out adjacent to my signature.

Mark R. Dolan

Sate