

L000000009806  
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Robert J. Gorman, Esquire  
=====  
Thomas J. Gruseck, Esquire

Courthouse Box 113 (SLC)

August 7, 2000

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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RE: Long Wind Publishing, L.L.C.

Ladies:

L-9806

Enclosed herewith please find the following:

1. Original Articles of Organization to be filed with the Secretary of State.
2. This firm's check in the amount of \$ 155.00 which represents the Filing Fee with the Secretary of State and the fee for a certified copy to be returned to the undersigned.

If you should have any questions, do not hesitate to contact me at your earliest convenience.

Very truly yours,

*Robert J. Gorman*

Robert J. Gorman  
RJG/kjb  
Enclosures

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TALLAHASSEE FLORIDA

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# Articles of Organization of LONG WIND PUBLISHING, L.L.C.

The undersigned hereby enter into these Articles of Organization of a Limited Liability Company, by and between JON WARD, and JON KRAL, and pursuant to Chapter 608, Florida Statutes, hereby organize LONG WIND PUBLISHING, L.L.C. and further agree:

## ARTICLE I

The name of the Limited Liability Company is LONG WIND PUBLISHING, L.L.C.

## ARTICLE II

The period of its duration shall be for thirty (30) years from the earlier of the date of filing of these Articles of Organization with the Florida Department of State or July 2000.

## ARTICLE III

The Limited Liability Company is organized for purposes as follows:

- (a) To engage in the artistic creation, production and publishing of books, photo journals, albums, and other works of artistic and/or literary note;
- (b) to engage generally in the business of publishing;
- (c) To perform fully any agreement with any member of the Limited Liability Company;
- (d) To have all of the powers of Limited Liability Companies generally organized and existing under Chapter 608, Florida Statutes or such powers as shall hereafter be conferred upon such companies by the laws of

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the State of Florida.

**ARTICLE IV**

The Limited Liability Company may have more than one place of business but its registered office shall be 2208 River Branch Drive, Fort Pierce, Florida 34981. It's initial registered agent shall be Jon Ward at 2208 River Branch Drive, Fort Pierce, Florida 34981. The principal address is 2208 River Branch Drive, Fort Pierce, Florida 34981.

**ARTICLE V**

The total amount of cash and agreed upon value of property other than cash contributed to the Company is as follows:

Cash	\$	5,000.00
Receivables	\$	41,000.00
Agreed Value of Property (Property consists of book inventory)	\$	115,000.00

Additional contributions are not contemplated or required.

**ARTICLE VI**

Additional members may be admitted upon such terms, conditions, agreements and understandings as shall be agreed upon by the members including contributions to capital and future contributions of capital. No new member whether by acquisition of a capital position or acquisition in whole or in part of another member's interest in the Company shall be allowed except upon the mutual consent and agreement of each member to the proposed transfer or assignment or entry which consent shall be in writing; provided, however, that even lacking such unanimous written consent, such transferee may, without having any participation or right of participation in the management and affairs of the Company or to become a member with full rights, shall be entitled to the share of profits

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or other income or return of contributions to which such person would otherwise be entitled based upon the proportionate share of capital of such person.

**ARTICLE VII**

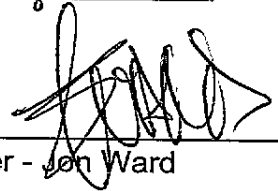
Upon the death, retirement, resignation, bankruptcy, expulsion of any Member or the dissolution of a member which is a corporate association or trust, or the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall continue business unless a majority in interest of all of the remaining members determine, in writing, to terminate the Company, in which event Articles of Dissolution shall be prepared and filed.

**ARTICLE VIII**

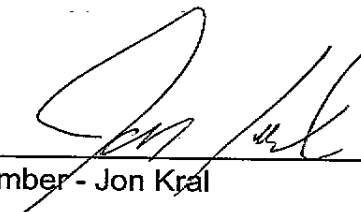
The Company shall be managed by a manager or managers which shall be selected by the members as set forth in the Operating Agreement and which manager or managers shall continue in such capacity until their successor(s) are duly elected and qualified and assume their duties. The initial manager who shall serve until the first annual meeting of members or until his successor is elected and qualified is: Jon Ward at 2208 River Branch Drive, Fort Pierce, Florida 34981.

IN WITNESS WHEREOF the undersigned has set his hand and seal this 16 day of August, 2000.

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STATE OF FLORIDA  
TALLAHASSEE



Member - Jon Ward



Member - Jon Kral

STATE OF FLORIDA  
COUNTY OF ST. LUCIE

BEFORE ME, the undersigned authority, personally appeared JON WARD, who is

personally known to me or has  produced a Florida Driver's license as identification, and who  did  did not take an oath, and who subscribed the above Articles of Organization, and he did freely and voluntarily acknowledge before me, according to law, that he made the same for the uses and purposes therein mentioned and set forth. WITNESS my hand and official seal, in the County and State last aforesaid this 31<sup>st</sup> day of July, 2000.

Michele Burke  
Notary Public

My Commission Expires:

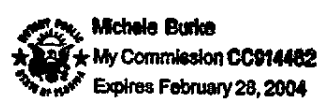


STATE OF FLORIDA  
COUNTY OF ST. LUCIE

BEFORE ME, the undersigned authority, personally appeared JON KRAL, who is  personally known to me or has  produced a Florida Driver's license as identification, and who  did  did not take an oath, and who subscribed the above Articles of Organization, and he did freely and voluntarily acknowledge before me, according to law, that he made the same for the uses and purposes therein mentioned and set forth. WITNESS my hand and official seal, in the County and State last aforesaid this 2<sup>nd</sup> day of August, 2000.

Michele Burke  
Notary Public

My Commission Expires:

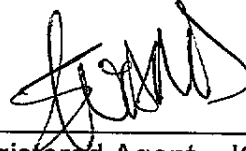


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**ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT**

The undersigned, having been named as the Registered Agent for LONG WIND PUBLISHING, L.L.C., and as agent to accept service of process of such limited liability company, at the place designated in Article IV, does hereby accept to act in this capacity, and agrees to comply with the provisions of the Florida Limited Liability Company Act,

Chapter 608 of the Florida Statutes, relative to keeping the registered office of said limited liability company, open.



Registered Agent - JON WARD

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