

L00000014231



ACCOUNT NO. : 072100000032

REFERENCE : 902747 4385680

AUTHORIZATION :

Patricia Pizzi

COST LIMIT : \$ 125.00

ORDER DATE : November 17, 2000

ORDER TIME : 11:04 AM

ORDER NO. : 902747-005

CUSTOMER NO: 4385680

500003468615--9

CUSTOMER: Beatrice Pucci, Secretary
Meland & Russin

Suite 2420
200 S. Biscayne Blvd.
Miami, FL 33131

DOMESTIC FILING

NAME: MONSTER AD COMPANY, L.L.C.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133

EXAMINER'S INITIALS:

JP
11-17-00

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
00 NOV 17 AM 11:33

00 NOV 17 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

00 NOV 17 AM 11:00
CSC
CORPORATION
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
MONSTER AD COMPANY, L.L.C.

ARTICLE I - Name

The name of the corporation is MONSTER AD COMPANY, L.L.C. (the "Company").

ARTICLE II - Duration

The period of duration for the Company shall be 50 years.

ARTICLE III - Address

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

5722 South Flamingo Road, #319
Cooper City, Florida 33330

ARTICLE IV - Initial Registered Office and Agent

The name of the initial registered agent of the Corporation and the street address of the registered office of this Corporation is:

Meland & Russin, P.A. *S300591*
2420 First Union Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131

ARTICLE V - Management

The Company is to be managed by the members.

ARTICLE VI - Purpose

This Company is organized for the purposes of transacting any and all lawful business authorized to Limited Liability Companies organized in Florida.

ARTICLE VII - Admission of Additional Members

The members of the Company shall have the right to admit additional members by the unanimous consent of, and subject to the terms and conditions of, all the remaining members.

ARTICLE VIII - Members Rights to Continue Business

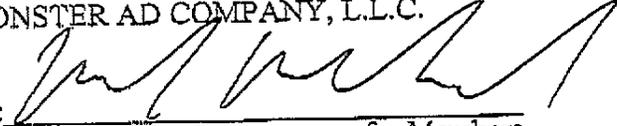
The members of the Company shall not have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company unless the business of the Company is continued by the consent of all of the remaining members.

09/08/07 PM 3:09
CLERK OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

IN WITNESS WHEREOF, I have hereunto affixed my hand, as a member of this Limited Liability Company on this 16th day of November, 2000.

MONSTER AD COMPANY, L.L.C.

By: 

Mark S. Meland, as attorney for Members

APPROVED
AND
FILED

00 NOV 17 PM 3:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

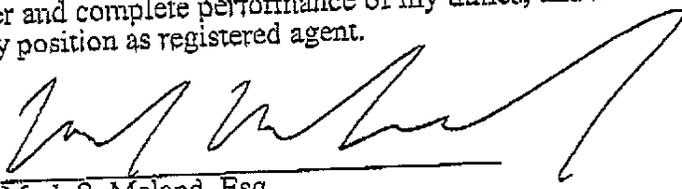
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1) The name of the Limited Liability Company is: MONSTER AD COMPANY, L.L.C.
- 2) The name and address of the registered agent and office is:

Mark S. Meland, Esq.
Meland & Russin, P.A.
2420 First Union Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131

Having been named as registered agent and 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.


Mark S. Meland, Esq.

11/16/00
Date

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APPROVED
AND
FILED

00 NOV 17 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA