

CAPITAL CONNECTION, INC.

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(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Holden Luntz 20th Century
Master Photography LLC

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-11/22/00--01023--018
****155.00 ****155.00

Art of Inc. File

LTD Partnership File

Foreign Corp. File

☒ L.C. File Cert

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

☒ Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

APPROVED
AND
FILED

00 NOV 22 PM 12:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 NOV 22 PM 10:28

DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

**ARTICLES OF ORGANIZATION OF
HOLDEN LUNTZ 20th CENTURY MASTER PHOTOGRAPHY LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be Holden Luntz 20th Century Master Photography LLC.

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the limited liability company shall be 332 Worth Avenue, Palm Beach, FL 33480.

ARTICLE III -- DURATION

This limited liability company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The limited liability company's existence shall be perpetual, unless the company is earlier dissolved as provided in these articles of organization or operating agreement.

ARTICLE IV -- PURPOSE

The purposes for which this limited liability company is organized is to engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or and other state, county, territory or nation.

ARTICLE V -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the limited liability company in the State of Florida is:

Stuart B. Klein
Klein & Noto
1551 Forum Place, Suite 400B
West Palm Beach, FL 33401
Phone: (561) 478-1566
Facsimile: (561) 478-9931

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TALLAHASSEE, FLORIDA

ARTICLE VI -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the limited liability company except with the unanimous written consent of all the members of the limited liability company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the limited liability company as set forth in the operating agreement for the limited liability company, but the transferee shall have no right to participate in the management of the business and affairs of the limited liability company or become a member unless all the other members of the limited liability company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VII --TERMINATION OF EXISTENCE

The limited liability company shall be dissolved on the occurrence of any dissolution event set forth in the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, or at such time as specified in the operating agreement.


ARTICLE VIII-- MANAGEMENT

The limited liability company shall be manager-managed in accordance with operating agreement adopted by the members for the management of the business and affairs of the limited liability company. The operating agreement may contain any provisions for the regulation and management of the affairs of the limited liability company not inconsistent with law or these articles of organization.

The name and address of the initial manager of the limited liability company is:

Holden Luntz
332 Worth Avenue
Palm Beach, FL 33480
Phone: (561) 659-6221

IN WITNESS WHEREOF, the undersigned organizer have made and subscribed these articles of organization in Palm Beach County, Florida, on this 20th day of November, 2000.



Name of Organizer: Holden Luntz
Address: 332 Worth Avenue
Palm Beach, FL 33480

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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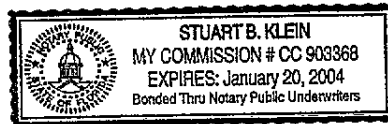
STATE OF FLORIDA
COUNTY OF PALM BEACH

SWORN TO AND SUBSCRIBED before me, a Notary Public in and for said County and State, this the 20th day of November, 2000, by Holden Luntz, who is personally known to me.

Stuart B. Klein
Notary Public

Name: STUART R. KLEIN

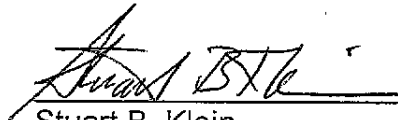
My commission expires:



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TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of Holden Luntz 20th Century Master Photography LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated limited liability company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accept the obligations of the position of registered agent.



Stuart B. Klein
Klein & Noto
1551 Forum Place, Suite 400B
West Palm Beach, Fl 33401
Phone: (561) 478-1566
Registered Agent

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