

LO1-3780

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February 21, 2001

00789 02826 - 00471

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

100003748081--0
-02/22/01--01109--003
****155.00 ****155.00

RE: Request for Certification for Proposed Corporation
Walper Music, L.L.C.

Gentlemen:

Please find enclosed this firm's check, in the amount of \$155.00, to cover the following fees charged by your office:

Filing Fee for Articles of Organization	\$100.00
Filing Fee for Certificate Designation Registered Agent	\$ 25.00
Certified Copy of filed Articles and Certificate	\$ 30.00

FILED
01 APR 19 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We enclose an executed original and one copy of the Articles of Incorporation for this proposed corporation, with executed registered agent form thereon. Please endorse your approval on the copy, certify the same and return it to us.

Do not hesitate to contact me if you have any questions in regard to this matter.

Sincerely,

Kevin A. Sentner

KEVIN A. SENTNER

LO1-3780
QR

KAS:kd1
Enclosures



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 26, 2001

KEVIN A. SENTNER
DAVIS & SENTNER, P.A.
P.O. BOX 491319
LEESBURG, FL 34749-1319

SUBJECT: WALPER MUSIC, L.L.C.
Ref. Number: W01000004294

We have received your document for WALPER MUSIC, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 201A00018013

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01 APR 13 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 23, 2001

KEVIN A. SENTNER
DAVIS & SENTNER, P.A.
P.O. BOX 491319
LEESBURG, FL 34749-1319

00789-00611-00671

SUBJECT: WALPER MUSIC, L.L.C.
Ref. Number: W01000004294

We have received your document for WALPER MUSIC, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days of your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 501A00011478

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 APR 13 AM 11:35

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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Walper Music, LLC

Signature _____

Requested by: KC 4/13

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

____ Art of Inc. File _____

____ LTD Partnership File _____

____ Foreign Corp. File _____

☒ L.C. File _____

____ 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 _____

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01 APR 13 AM 11:35
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TALLAHASSEE, FLORIDA

RECEIVED
01 APR 13 AM 10:58
DIVISION OF CORPORATION

FILED

01 APR 13 AM 11:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
WALPER MUSIC, L.L.C.**

The undersigned members of WALPER MUSIC, L.L.C., for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be WALPER MUSIC, L.L.C. (the "company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 26545 Wimbledon Street, Leesburg, FL 34748.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the company's regulations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are KEVIN A. SENTNER, 104 South Old Dixie Hwy., Lady Lake, FL 32159.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property which the members may from time to time deem necessary or appropriate.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only with the unanimous consent of all the members, or as provided in the regulations.

ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the 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 company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

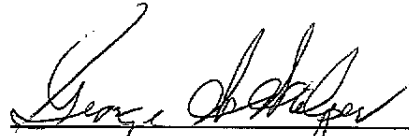
ARTICLE VIII - MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

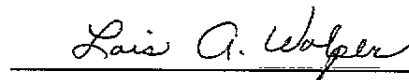
ARTICLE IX - MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company are GEORGE W. WALPER, 26545 Wimbledon Street, Leesburg, FL 34748.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Leesburg, Lake County, Florida, on January 30, 2001.



GEORGE W. WALPER

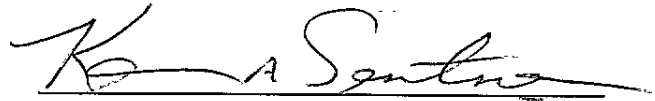


LOIS A. WALPER

FILED
01 APR 13 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES OF
REGISTERED AGENT FOR WALPER MUSIC, L.L.C.


KEVIN A. SENTNER

FILED
01 APR 13 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA