

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-341-3012 Fax (850) 224-1222

L01000000 64646

Playhard Promotions, LLC

300004080829--8
-04/26/01--01066--005
****125.00 ****125.00

L01-64646
QR

Signature _____

Requested by: _____

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 _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 APR 26 PM 1:00

FILED

SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

01 APR 26 AM 11:33

RECEIVED

ARTICLES OF ORGANIZATION

OF

PLAYHARD PROMOTIONS, L.L.C.

The undersigned incorporator to these Articles of Organization, a natural person competent to contract, hereby presents these Articles for the formation of a organization under Chapter 608 of the laws of the State of Florida.

ARTICLE I: NAME

The name of the organization is PLAYHARD PROMOTIONS, L.L.C.

ARTICLE II: EXISTENCE

2.1 Period of Existence: Unless dissolved earlier in accordance with law, this limited liability company shall dissolve on the date thirty (30) years following the date these Articles of Organization are filed with the Florida Secretary of State.

2.2 Dissolution Avoidance; Consent: Following, but not prior to, the occurrence of an event of dissolution, the members of the limited liability company shall have the power to avoid dissolution of the limited liability company as a result of such event of dissolution by the approval of a majority in interest, by member percentage interest of the remaining members.

2.3 Business Continuation Agreements: Following, but not prior to, dissolution, the members of the limited liability company shall have the power to enter into business continuation agreements pursuant to which the business of the limited liability company will be continued in a successor organization, notwithstanding the dissolution, winding up and termination of the

FILED
01 APR 26 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

limited liability company as a legal entity.

ARTICLE III: PURPOSE

The nature of the business and the objects and purposes proposed to be transacted, promoted or carried on are to engage in any and all lawful business for which limited liability companies may be organized under Chapter 608 of the Florida Statutes.

ARTICLE IV: INITIAL: REGISTERED OFFICE AND AGENT

The mailing and street address of the company is 608 W. Horatio Street, Tampa, FL 33606 and the name of the initial registered agent is David A. Townsend. The registered agent's acceptance is attached hereto.

ARTICLE V: MANAGEMENT

This company shall be managed by members only and the initial manager and her or his is: David A. Townsend, 608 Horatio Street, Tampa, FL 33606

The manager shall serve until the first annual meeting of members or until their successors are elected and qualify.

ARTICLE VI: CLASSES OF MEMBERS ADMISSION AND TERMINATION OF MEMBERS

6.1 Classes of Members: Limited Liability Company shall have one class of members.

FILED
01 APR 26 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6.2 Admission of Members: The managing member shall have the authority to admit members to the limited liability company, subject to any limitations on the admission of members provided in the member control agreement.

6.3 Termination of Members: Termination of a member of the limited liability company shall occur by reason of:

- (i) the death, retirement, resignation, bankruptcy, or dissolution of a member, or
- (ii) redemption of the member's entire interest, or

(iii) transfer of a member's entire interest; provided. However, that a member interest may only be transferred, whether in whole or in part, in compliance with, and subject to the provisions of the member control agreement. The limited liability company shall not have the power to expel members.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 APR 26 PM 1:00

FILED

6.4 Expression of Member Interest as Percentage Interest: The relative interests of members in the limited liability company shall be expressed in terms of their percentage interest in capital and income and losses of the limited liability company. The percentage interest of each member shall be reflected on a certificate of member interests. A revised certificate of member interests shall be prepared subsequent to each change in the ownership of member interests.

ARTICLE VII: INCORPORATOR

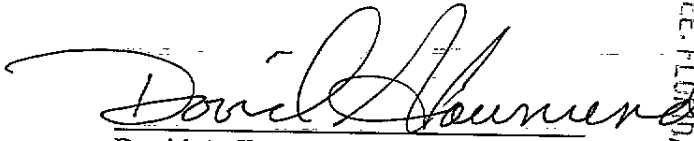
The name and post office address of the person filing these Articles of Organization is as follows:

David A. Townsend
608 Horatio Street
Tampa, FL 33606

ARTICLE VIII: AMENDMENTS

These Articles of Organization shall be amended in accordance with § 608.411, *Florida Statutes*, and every amendment shall be approved at a membership meeting by members owning 75% or more of the capital contributions to the company.

IN WITNESS WHEREOF, the organizer above named has set his hand and seal this 13th day of April, 2001, for the purpose of forming this organization under the laws of the State of Florida, and I make, subscribe, acknowledge and file these Articles of Organization, and certify that the facts herein stated are true.


David A. Townsend

01 APR 26 PM 1:00
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

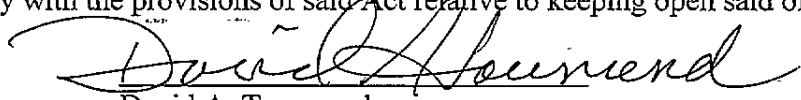
RESIDENT AGENT CERTIFICATE

Pursuant to §§ 48.091, and 608.412, *Florida Statutes*, the following is submitted in compliance therewith:

PLAYHARD PROMOTIONS, L.L.C., desiring to organize under the laws of the State of Florida with its principal office located at 608 Horatio Street, Tampa, FL 33606, has named Richard A. Townsend, located at 608 Horatio Street, Tampa, FL 33606, as its agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named
limited liability company, at the place designated in this certificate, I hereby accept to act in this
capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


David A. Townsend

01 APR 26 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED