LOCOCO 1244 My Corporation.com

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April 24, 2001

John Bostwick 615 Northern South Daytona, Florida 32119

RE: StarChild Entertainment LLC

Proposed LLC Organizer

Sandra L. Woodman 615 Northern Ave. South Daytona, Florida 32119

Dear John Bostwick,

Thank you for choosing My Corporation Dot Com as your LLC filing service. While we do our best to provide you with the fullest possible service at an economical price. Florida has certain statutory requirements which require your personal attention. Please read the instructions below to complete the process of your application for L.L.C. formation.

Sincerely,

Philip K. Akalp President, My Corporation

> L01-7214 Ql

****155.00 ****155.00

Articles Of Organization For Florida Limited Liability Company

StarChild Entertainment LLC

ARTICLE I - Name:

The name of the Limited Liability Company is StarChild Entertainment LLC

The mailing address and street address of the principal office of the Limited Liability Company

615 Northern AU. South Daytona, Florida 32119

ARTICLE III - Duration: The Limited Liability Company shall dissolve no later than December 31, 2070.

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Susan B. Bostwick 5380 Riverside Dr. Port Orange, Florida 32127

Sandra L. Woodman 615 Northern Ave. South Daytona, Florida 32119

Connie R. Thomas 3626 North West 34 Street Gainesville, Florida 32605

Lesa Stackpoole 410 Ocean Dunes Road Daytona Beach, Florida 32118

ARTICLE V - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company 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 shall be: NONE.

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 SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is StarChild Entertainment LLC
- 2. The name and the Florida street address of the registered agent is:

Sandra L. Woodman 615 Northern South Daytona, Florida 32119

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 certific. I hereby accept the appointment as registered agent and agree to act in this company with the provisions of all statutes relating to the proper and company of the proper and company with and accept the obligations of my position as gistered agent.

Sandra L. Woodman, Registered Agent

Filing Fee: \$ 25 for Designation of Registered Agent

Sandra L. Woodman, Member
(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)