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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

February 20, 2001

ROCKNICK ENTERTAINMENT HOLDINGS PO BOX 19077 PENSACOLA, FL 32523

SUBJECT: ROCKNICK ENTERTAINMENT HOLDINGS

Ref. Number: W01000003973

We have received your document for ROCKNICK ENTERTAINMENT HOLDINGS and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The effective date is not acceptable since it is not within five working days of the date of receipt.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

Please return the original and one copy of 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) 487-6928.

Tim Burch Document Specialist

Letter Number: 901A00010587

To Whom It May Concern

This is the information you asked for in the attached letter. Note that I have changed the organization to a LIMITED LIABLITY STATUES COMPANY.

You can contact me at 334-867-7644 . My home address is: 94 Laural Rd Brewton, Al 36426

I have highlighted all areas you requested.

Thank you,

Frederick Lancaster

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 3, 2001

ROCKNICK ENTERTAINMENT HOLDINGS LLC PO BOX 19077 PENSACOLA, FL 32523

SUBJECT: ROCKNICK ENTERTAINMENT HOLDINGS LLC

Ref. Number: W01000007444

We have received your document for ROCKNICK ENTERTAINMENT HOLDINGS LLC and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The filing fee is \$125, which is \$55 more than the corporation fee. You originally submitted \$70 when you first submitted your filing, and we will apply that to the LLC filing. Please return this letter with a check for \$55 so that we may file your LLC.

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) 487-6958.

Lee Rivers Document Specialist

Letter Number: 901A00019770_

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

ROCKNICK ENTERTAINMENT HOLDINGS LLC

ARTICLE II - Address:

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

Street address:

104 East Nine Mile Rd.

Pensacola, FL 32523

Mailing address:

PO Box 19077

Pensacola, FL 32523

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Terrance Henderson 101 North G Street Pensacola, FL 32501

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.

Registered Agent's Signature

Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

Signature of a member or an authorized representative of a 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.)

Frederick K. Lancaster