

L01000008772

ACCOUNT NO. : 072100000032

REFERENCE : 165313 7108498

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 155.00

FILED
01 MAY 29 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 29, 2001

ORDER TIME : 10:59 AM

ORDER NO. : 165313-015

300004325533--7

CUSTOMER NO: 7108498

CUSTOMER: Richard J. Alan Cahan, Esq
Becker & Poliakoff, P.a.

Suite 100
5201 Blue Lagoon Drive
Miami, FL 33126

DOMESTIC FILING

NAME: KLIXXX PUBLISHING, L.L.C.

FILE THIRD

EFFECTIVE DATE:

BK

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS: _____

RECEIVED
01 MAY 29 AM 11:30
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 29, 2001

DEBORAH SCHRODER

TALLAHASSEE, FL

SUBJECT: KLIXXX PUBLISHING, L.L.C.
Ref. Number: W01000012167

RESUBMIT

Please give original
submission date as file date.

01 MAY 29 PM 1:25
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for KLIXXX PUBLISHING, L.L.C. and the authorization to debit your account in the amount of \$155.00. However, the document has not been filed and is being returned for the following:

Because the first documents in this sequence could not be filed, we are returning this FILE THIRD document UNFILED, as you requested.

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 801A00032733

#3

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

**Articles of Organization
for
KLIXXX PUBLISHING, L.L.C.**

The undersigned person, acting as the organizer of a limited liability company under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

1. **Name.** The name of this limited liability company is "KLIXXX PUBLISHING, L.L.C." ("Company").
2. **Duration.** The Company's period of duration shall be perpetual from the date of the filing of these Articles of Organization with the Florida Secretary of State, unless sooner dissolved by the members or as provided by statute.
3. **Purpose.** The Company is organized to conduct all lawful purposes allowed under the Florida Limited Liability Company Act.
4. **Principal Place of Business.** The mailing and street address of its initial principal place of business is:

2320 N.E. 9th Street
Ft. Lauderdale, FL 33304

5. **Registered Agent and Office.** The name and address of its registered agent, whose "Consent to Appointment as Registered Agent" is included with these Articles, is:

RICHARD J. ALAN CAHAN, ESQ.
Becker & Poliakoff, P.A.
5201 Blue Lagoon Drive, Suite 100
Miami, FL 33126-2065

The address of its registered office is:

5201 Blue Lagoon Drive, Suite 100
Miami, FL 33126-2065

6. **Capitalization.** The capital contribution of its single member has a value of \$1,000.00.
7. **Additional Capital Contributions of Members.** Additional capital contributions may be contributed only upon the unanimous vote of the members, and no additional capital contribution will ever be required at the request of non-member third parties.
8. **Admission of Additional Members.** Additional members may be admitted only upon such terms as are unanimously agreed to by all members pursuant to the applicable provisions in the Operating Agreement.

01 MAY 28 2013
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
FILED

9. **Continuity.** The members have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or occurrence of any other event which terminates the continued membership of a member in the Company. Continuation may occur only pursuant to the terms of the Operating Agreement and with the unanimous vote of the members.
10. **Management.** The business of the Company shall be managed by one or more managers and is, therefore, a manager-managed company. The name and mailing address of the initial Managing Directors of the Company are:

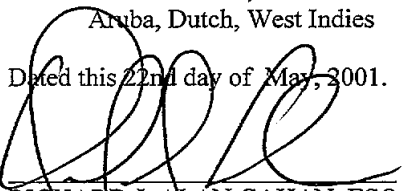
John Bennett
2320 N. E. 9th Street
Ft. Lauderdale, FL 33304

Joseph Elkind
2320 N.E. 9th Street
Ft. Lauderdale, FL 33304

11. **Initial Members.** The name and address of the initial single member of the company are as follows:

KLIXXX PUBLISHING, A.V.V
An Aruba Exempt Company
C/o Aruba Fiduciary Management Services, N.V.
Santa Cruz,
62 A Sta. Cruz,
Aruba, Dutch, West Indies

Dated this 22nd day of May, 2001.


RICHARD J. ALAN CAHAN, ESQ.
as an authorized Representative
of the single member

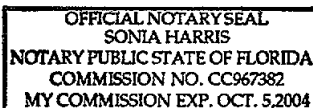
State of Florida)
) ss
County of Miami-Dade)

The foregoing Articles of Organization were acknowledged before me this 22nd day of May, 2001, by Richard J. Alan Cahan, Esq., as an authorized Representative of the single member, who is personally known to me.


Notary Public

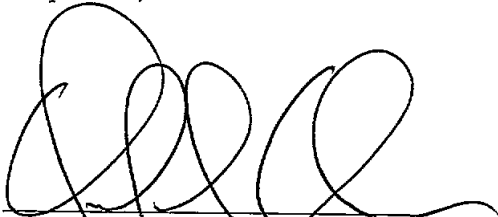
Name of Notary: SONIA HARRIS

My Commission expires: _____



Consent to Appointment as Registered Agent

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, 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, as provided for in Chapter 608, F.S.



RICHARD J. ALAN CANAN, ESQ.
as Registered Agent

282536_1.DOC

FILED
01 MAY 29 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA