

LO1000019058

LAW OFFICES
OF
GOLDSMITH GROUT & LEWIS, P.A.

Karen L. Goldsmith
Jonathan S. Grout
Peter A. Lewis

October 31, 2001

BJH

VIA OVERNIGHT DELIVERY

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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-11/01/01--01072--003
****125.00 ****125.00

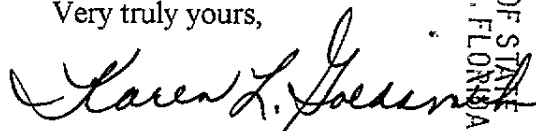
Re: The Orpheum Group, LLC

Dear Madam or Sir:

Enclosed are the original executed Articles of Organization of The Orpheum Group, LLC, along with our firm check for filing fees in the amount of \$125.00 payable to the Florida Department of State. Once the organization has been registered, please issue a letter of acknowledgement directed to the attention of the undersigned.

Thank you in advance for your cooperation in this regard.

Very truly yours,



Karen L. Goldsmith

KLG/sd

Enclosures

Reply to:

2180 Park Avenue North, Suite 100
Post Office Box 2011
Winter Park, Florida 32790-2011
Voice (407) 740-0144
Facsimile (407) 740-8574

307 West Park Avenue
Post Office Box 1017
Tallahassee, Florida 32302-1017
Voice (850) 222-1745
Facsimile (850) 222-0708

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
THE ORPHEUM GROUP, LLC

The undersigned hereby execute and acknowledge the following Articles of Organization for the purpose of forming a limited liability company under Chapter 608, Florida Statutes.

ARTICLE I.

The name of the limited liability company is The Orpheum Group, LLC.

ARTICLE II.

The street address of the registered office in Florida is 2180 Park Avenue North, Suite 100, Winter Park, Florida 32789.

ARTICLE III.

The name of the registered agent for service of process in Florida is Karen L. Goldsmith.

The address of the registered agent for service of process is 2180 Park Avenue North, Suite 100, Winter Park, Florida 32789.

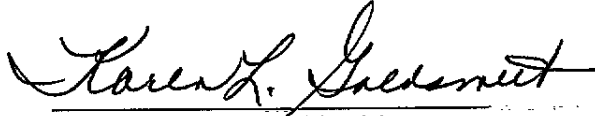
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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.


Karen L. Goldsmith


Karen L. Goldsmith, President
The Orpheum Group, LLC
2180 Park Avenue North, Suite 100
Winter Park, Florida 32789