

L020000029855

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

11/7 FULL

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H02000220797 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

MJH

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

LIMITED LIABILITY COMPANY

GRACE FULL MELODIES RECORDS, L.L.C.

STATE OF FLORIDA
TALLAHASSEE

02 NOV -7 AM 9:57

FILED

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$155.00



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

November 1, 2002

EMPIRE

SUBJECT: GRACE FULL MELODIES RECORDS, L.L.C.
REF: W02000031462

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

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) 245-6967.

Michelle Hodges
Document Specialist

FAX Aud. #: H02000220797
Letter Number: 602A00060104

RECEIVED
02 NOV -7 PM 12:52
DIVISION OF CORPORATION

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

(5)

H02000220797

ARTICLES OF ORGANIZATION

OF

GRACE-FULL MELODIES RECORDS, L.L.C.

FILED
02 NOV -7 AM 9:57
STATE
TALLAHASSEE FLORIDA

These Articles of Organization are made for the purposes of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608.

ARTICLE I - NAME

The name of this Limited Liability Company is GRACE-FULL MELODIES RECORDS, L.L.C., ("Company").

ARTICLE II - DURATION

The existence of this Limited Liability Company shall commence upon the filing of these Articles with the Florida Department of State and shall continue the earlier of 99 years from the date these Articles are filed with the Florida Department of State or the occurrence of any of the events specified in Florida Statutes, Section 608.441, unless continued by the unanimous consent of all the remaining members.

ARTICLE III - PURPOSE

This Limited Liability Company is organized to operate a business engaged in providing entertainment and recording services and the transaction of any and all lawful business.

ARTICLE IV - POWERS

This Limited Liability Company shall have all of the powers enumerated in the Florida Limited Liability Company Act.

ARTICLE V - PRINCIPAL PLACE OF BUSINESS AND REGISTERED AGENT

The mailing and street address of the principal office of the Limited Liability Company is 2500 Woodlake Drive, North East #102, Palm Bay, Florida 32905 and the name and address of the initial registered agent of the Company is Lawrence H. Haber, Esquire, 606 Front Street, Celebration, Florida 34747.

ARTICLE VI - CONTRIBUTIONS

Contributions of cash or property may be made from time to time to the Company as specified in the Operating Agreement to be adopted by the members of the Company.

Lawrence H. Haber - Florida Bar Number 347868
Office Telephone 407-566-0181

H02000220797

ARTICLE VII - INITIAL MEMBER

The name and address of the initial members of this Limited Liability Company is:

Rhonda Williams
2500 Woodlake Drive
North East #102
Palm Bay, Florida 32905

Carol Davis
903 East Juanita Circle
Melbourne, Florida 32901

ARTICLE VIII- ADMISSION OF MEMBERS

Additional members may be admitted from time to time as specified in the Operating Agreement to be adopted by the members of the company.

ARTICLE IX- TERMINATION OF MEMBERSHIP

If a member dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy or upon the occurrence of any other event which terminates the continued membership of the member in the Company, the remaining members may continue the business of the Company.

ARTICLE X- MANAGEMENT OF THE COMPANY

The Company shall be managed by a Managing Member, who shall serve as general manager, until and unless otherwise determined by the members of the Company as specified in the Operating Agreement to be adopted by the members of the Company.

ARTICLE XI - ORGANIZER

The name and address of the person signing these articles is:

Lawrence H. Haber, Esquire
Post Office Box 470171
Celebration, Florida 34747-0171

ARTICLE XII - REGULATIONS

The members may adopt, alter, amend or repeal regulations containing provisions for the management and regulation of the affairs of the Company, provided that such regulations are not inconsistent with the laws of the State of Florida, the Articles of Organization or the Operating Agreement to be adopted by the members of the Company.

ARTICLE XIII - DISSOLUTION

The Company shall be dissolved upon the occurrence of any of the following events:

- a. When the period established in Article II hereof for the duration of this Limited Liability Company expires; or
- b. As otherwise provided in the Operating Agreement to be adopted by the members of the Company.


ARTICLE XIV - TRANSFER OF MEMBERSHIP INTEREST

No member may transfer his, her or its membership interest or any portion thereof unless otherwise provided in the Operating Agreement to be adopted by the members of the Company.

ARTICLE XV - AMENDMENT

This Limited Liability Company reserves the right to amend, alter or repeal any provisions containing these Articles of Organization or any amendment thereto.

IN WITNESS WHEREOF, the undersigned member executed these Articles of Organization effective as of October 30, 2002.

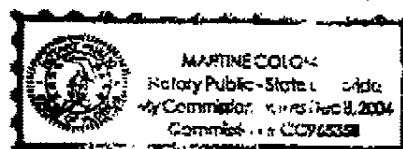
By: 
Lawrence H. Haber
Authorized Representative of Member

STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing instrument was sworn to and subscribed before me this 30th day of October 2002, by Lawrence H. Haber, who is personally known to me or who produced a Florida Drivers License as identification.

Notary Public, State of Florida
My Commission Expires: 12-08-2004





402000220797

ACCEPTANCE BY 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 ARTICLE V OF THESE ARTICLES OF ORGANIZATION, 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.



Lawrence H. Haber, Registered Agent

402000220797