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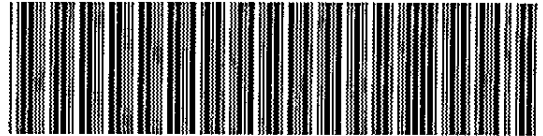
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2002 NOV 27 PM 12:09
TALLAHASSEE, FLORIDA

J. BRYAN DEC 2 2002

ICARD, MERRILL, CULLIS, TIMM,
FUREN & GINSBURG, P.A.

ATTORNEYS AND COUNSELORS

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F. THOMAS HOPKINS

DIRECT DIAL: (941) 953-8109

E-MAIL: thopkins@icardmerrill.com

REPLY TO:

P.O. BOX 4195

SARASOTA, FLORIDA 34230

November 21, 2002

Florida Department of State
Attention: LLC Filing
409 East Gaines Street
Tallahassee, FL 32399

RE: Steve Meltzer Photography, LLC

To Whom It May Concern:

Enclosed for filing, in duplicate, are Articles of Organization of Steve Meltzer Photography, LLC, together with our check in the amount of \$155.00, representing the \$125.00 filing fee and \$30.00 for a certified copy of the articles.

Thank you for your assistance.

Sincerely,



F. Thomas Hopkins

FTH:lw

Enclosures

FILED
2002 NOV 27 PM 12:09
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
STEVE MELTZER PHOTOGRAPHY, LLC

FILED
2007 NOV 27 PM 12:09
HICKMAN COUNTY CLERK'S
OFFICE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be STEVE MELTZER PHOTOGRAPHY, LLC ("Company").

ARTICLE II - PURPOSE AND POWER

The purpose for which the Company is organized is to own, operate and manage property, real, personal and mixed, of any kind or nature, and to otherwise conduct any lawful business to promote any lawful purpose, and to engage in any lawful act or activity, for which limited liability companies may be organized under the Florida Limited Liability Company Act, including, but not limited to, the purchase, development, sale, service, lease and management of personal and real properties of all kinds and descriptions.

The Company shall have the powers provided for a limited liability company under the Florida Limited Liability Company Act, and by applicable law. All such powers shall be exercised by or under the authority of, and the business and affairs of this Company shall be managed under the direction of the members of the Company. Initially the Company has only one member, Steve Meltzer.

ARTICLE III - MAILING ADDRESS AND PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company shall be 4324 Rockefeller Avenue, Sarasota, FL, 34231.


ARTICLE IV - INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the initial registered agent of the Company in the State of Florida is Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A., c/o F. Thomas Hopkins, 2033 Main Street, Suite 600, Sarasota, FL 34237.

ARTICLE VI - OPERATING AGREEMENT

The Operating Agreement entered into by the members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, the Operating Agreement of the Company, as amended and in existence from time to time.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization at Sarasota, Florida, as of November 21, 2002.



F. Thomas Hopkins
Authorized Representative

F:\USERS\FTHMMELTZER\ARTORG

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2002 NOV 27 PM 12:09
OFFICE OF CORPORATIONS
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE LIMITED LIABILITY COMPANY DESCRIBED BELOW SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: STEVE MELTZER PHOTOGRAPHY, LLC.

2. The name and address of the registered agent and office is:

Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A.

c/o F. Thomas Hopkins


2033 Main Street, Suite 600

Sarasota, FL 34237

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 as registered agent.

Dated November 21, 2002.

Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A.

By: 
F. Thomas Hopkins, its Vice President

FILED
2002 NOV 27 PM 12:09
JENNIFER O. CORTEGIANO
TALLAHASSEE, FLORIDA