

Division of Corporations

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## LIMITED LIABILITY COMPANY

Joe McGurk's Family Circus, LLC

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$125.00

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**ARTICLES OF ORGANIZATION  
FOR  
JOE MCGURK'S FAMILY CIRCUS, LLC**

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

**ARTICLE I**

**NAME**

The name of the Limited Liability Company shall be Joe McGurk's Family Circus, LLC.

**ARTICLE II**

**ADDRESS**

The mailing and street address of the principal office of the Limited Liability Company is 11891 U.S. Highway One, Ste. 105, North Palm Beach, FL 33408.

**ARTICLE III**

**DURATION**

The period of duration for the Limited Liability Company shall be fifty (50) years, unless terminated earlier by death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the Limited Liability Company is continued by the consent of remaining members of the Limited Liability Company, pursuant to the terms of the Operating Agreement.

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#### ARTICLE IV PURPOSE

The purpose for which this limited liability company is organized is to transact any and all lawful business for which limited liability companies may be organized under the laws of Florida, including, but not limited to, the following:

- a. To acquire, own, use, convey, and otherwise dispose of and deal in real or personal property or any interest in such property;
- b. To carry on any business or any other legal or lawful activity allowed by law;
- c. To manufacture, buy, sell, and generally deal in goods, wares and merchandise of every class and description;
- d. To buy, rent, sell, manufacture, produce, assemble, distribute, repair, and service any and all products or services in which the company desires to engage;
- e. To do such other acts as are incidental to the foregoing or desirable in order to accomplish the purpose for which the company was formed;
- f. To have and exercise all rights and powers that are now or may hereafter be granted to a limited liability company by law.

The foregoing shall be construed as objects, purposes and powers, and enumeration thereof shall not be held to limit or restrict in any manner, the powers hereafter conferred on this limited liability company by the laws of the State of Florida.

#### ARTICLE V MANAGEMENT

The management of Joe McGurk's Family Circus, LLC. shall be vested, pursuant to an Operating Agreement, by the following Co-Managers who shall be appointed by the members. The name and

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street address of the initial managers are Tom McLaughlin, 741 Sixteen Springs Canyon,

Cloudcroft, NM 88317, and Pamela Shortreed, 1216 Sherman Ave., Point Pleasant, N.J. 08742

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#### ARTICLE VI

##### CAPITAL AND ADMISSION OF ADDITIONAL MEMBERS

Members shall not be required to make additional contributions to the capital of the company. The initial members of the Limited Liability Company are:

- Pamela Shortreed, 1216 Sherman Ave., Point Pleasant, N.J. 08742
- Tom McLaughlin, 743 Sixteen Spring Canyon, Cloudcroft, NM 88317
- Kevin McLaughlin, 637 Arnold Ave., Point Pleasant Beach, NJ 08742
- Susan McLaughlin, c/o Shortreed, 1216 Sherman Avenue, Point Pleasant, N.J. 08742
- James McLaughlin, 395 Fox Run Circle, Colorado Springs, CO 80921
- Patricia Lawrence, 1111 Atlantic Avenue, Manasquan, N.J. 08736
- Catherine Cooper, 904A Arnold Avenue, Point Pleasant, N.J. 08742
- Michael McLaughlin, 2116 Kilkare Pkwy, Point Pleasant, N.J. 08742
- John McLaughlin, 1021 Washington Avenue, Apt. 4, Hoboken, N.J. 07030

Additional members shall be admitted upon the written consent of all the members. There are no preemptive rights on behalf of any Member.

#### ARTICLE VII

##### TREATMENT AS PARTNERSHIP

Joe McGurk's Family Circus, LLC is intended to be treated as a partnership for purposes of federal income taxation.

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#### ARTICLE VIII

##### AMENDMENT OF REGULATIONS

The power to adopt, alter, amend or repeal the Regulations, or Operating Agreement, this Limited Liability Company shall be vested in the Co-Managers of the Limited Liability Company.

#### ARTICLE IX

##### TRANSFERABILITY OF MEMBER'S INTEREST

The beneficial interest of a Member of this Limited Liability Company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if all of the remaining Members of this Limited Liability Company do not approve of such proposed transfer or assignment by unanimous written consent, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of this Limited Liability Company or to become a Member. The transferee shall become an assignee only, and shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which the Member otherwise would be entitled.

#### ARTICLE IX

##### WITHDRAWAL OR REDUCTION OF MEMBER'S CONTRIBUTIONS TO CAPITAL

A withdrawing Member shall not receive out of the Company any distribution, until all liabilities of this Limited Liability Company, except liabilities to Members on account of their contributions to capital, do not exceed the value of the Limited Liability Company's assets.

#### ARTICLE X

##### REGISTERED OFFICE AND AGENT

The initial registered agent of the Limited Liability Company shall be McLaughlin Family,

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LLC and the registered office of the Limited Liability Company shall be Robert C. Hackney,  
11891 U.S. Highway One, Ste. 105, North Palm Beach, FL 33408.

**ARTICLE XI**

**COMMENCEMENT OF EXISTENCE**

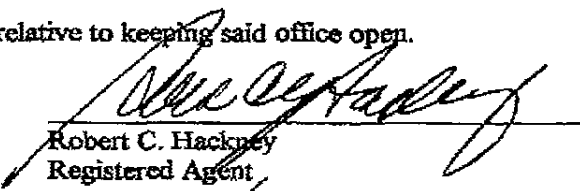
The Limited Liability Company shall be deemed to commence its existence upon the date  
of filing these Articles of Organization.

IN WITNESS WHEREOF, I have subscribed my name this 6<sup>th</sup> day of March, 2003.

  
Robert C. Hackney  
Attorney and authorized representative of the Co-Managers

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above-named Limited Liability  
Company, at the office stated above, I hereby accept to act in the capacity of Registered Agent  
and agree to comply with the provisions relative to keeping said office open.

  
Robert C. Hackney  
Registered Agent

Date: 3/6/03

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