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### FISHER, RUSHMER, WERRENRATH, DICKSON, TALLEY & DUNLAP, P.A.

ATTORNEYS AT LAW

20 NORTH ORANGE AVENUE, SUITE 1500 POST OFFICE BOX 712 ORLANDO, FLORIDA 32802-0712 TELEPHONE (407) 843-2111 TELEFAX (407) 422-1080 WEBSITE: WWW.FISHERLAWFIRM.COM

April 7, 2003

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Jon Marshall Oden Internet Address; JODEN@FISHERLAWFIRM.COM

Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re:

In re: CKC Productions LLC Our File No.: 999-1168

Dear Sir or Madam:

Please find enclosed the original and a copy of the Articles of Organization of CKC Entertainment, LLC along with a check in the amount of \$125.00 to form this business. Please file the enclosed Articles of Organization and return to our office a certified copy of the document.

Also enclosed is a self-addressed and stamped envelope for your convenience. Thank you for your assistance in this matter. If you should have any questions, please do not hesitate to contact me at any time.

JMO\lt

Enclosure

cc: Chris Diserafino, Kari Sellards and Chris Sewall at CKC Productions, LLC, 13017 Islamorada Drive, Orlando, FL 32837

Marshall Oden

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## FISHER, RUSHMER, WERRENRATH, DICKSON, TALLEY & DUNLAP, P.A. ATTORNEYS AT LAW

20 NORTH ORANGE AVENUE, SUITE 1500 POST OFFICE BOX 712 ORLANDO, FLORIDA 32802-0712 TELEPHONE (407) 843-2111

TELEPHONE (407) 843-2111 TELEFAX (407) 422-1080 WEBSITE: WWW.FISHERLAWFIRM.COM

April 21, 2003

Jon Marshall Oden Internet Address: JODEN@FISHERLAWFIRM.COM

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re:

In re: CKC Productions LLC

Our File No.: 999-1168

Dear Sir or Madam:

I am in receipt of, and thank you for, your April 10, 2003 letter returning the articles of organization of CKC Entertainment, LLC. Please be advised the articles have now been executed by Jon Oden, Esquire accepting the designation of same as registered agent for this LLC. We are now returning the articles of organization with that execution affixed for filing with your office. Please officially file the enclosed forming the LLC. Your office already has in trust from us the sum of \$125.00 to cover this filing.

Please do not hesitate to contact the undersigned with questions in any regard. Please do direct some form of documentary return to the undersigned by means of the also enclosed preaddressed/stamped envelope to confirm that the filing has occurred.

Very truly yours

Jon Marshall Oden

JMO\lt Enclosure

cc: Chris Diserafino

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#### FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

April 10, 2003

JON MARSHALL ODEN FISHER RUSHMER WERRENRATH DICKSON TALLEY P.O. BOX 712 ORLANDO, FL 32802-0712

SUBJECT: CKC ENTERTAINMENT, LLC

Ref. Number: W03000010216

We have received your document for CKC ENTERTAINMENT, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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) 245-6913.

Letter Number: 803A00021495

Diane Cushing Corporate Specialist

## ARTICLES OF ORGANIZATION OF CKC ENTERTAINMENT, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statute Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

#### ARTICLE I -- NAME

The name of the limited liability company shall be CKC ENTERTAINMENT, LLC ("Company").

#### **ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the company shall be 13017 Islamorada Drive, Orlando, Florida 32837.

#### ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed with the Florida Department of State. It's existence shall be perpetual.

#### ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Jon Marshall Oden, Esq., 20 North Orange Avenue, Suite 1500, Orlando, Florida 32801.

#### ARTICLE V -- CAPITAL CONTRIBUTIONS

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The members of the company shall contribute to the capital of the company the cash, property, or labor services set forth in Exhibit "A."

#### ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

#### ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all of the members of the company and on such terms and conditions as shall be determined by all of the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the other members of the company other than the member proposing to dispose of his or her interest approves of the proposed transfer by unanimous written consent.

#### ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved upon the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least one remaining members.

#### ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are

NAME

#### **ADDRESS**

Chris Diserafino

13017 Islamorada Drive, Orlando, FL 32837

Kari Sellards

13017 Islamorada Drive, Orlando, FL 32837

Chris Sewall

13017 Islamorada Drive, Orlando, FL 32837

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Orlando, Florida, on this the 47 day of April, 2003.

Name of Organizer

Print Name: Jon Marshall Oden, Esq.

Applicant

Print Name: Chris Diserafino

STATE OF FLORIDA COUNTY OF ORANGE

Sworn to (or affirmed) and subscribed before me this  $\underline{4^{2}}$  day of April, 2003, by Chris Diserafino.

Personally Known \_\_\_\_ OR Produced Identification \_\_\_\_

Type of Identification Produced: 3 261-115-76-376-0

Notary Public -- State of Florida

Print, Type, or Stamp

Commissioned Name of Notary Public

(SEAL)



I, Ton Oden Esq, meept see disignation 2 ma us registered agent 2 this 212. 2005

#### **EXHIBIT "A"**

The capital contributions shall be as follows:

- 1. Chris Diserafino will contribute both capital and labor to the business. His capital contribution is estimated to be minimally \$10,000.
- 2. Kari Sellards and Chris Sewall shall each contribute principally their labor to the entity as their capital contributions.

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