

L03000021565

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

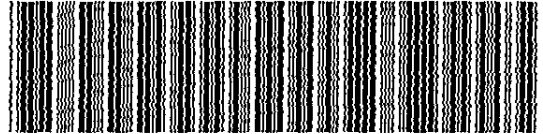
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300018842273

06/13/03--01050--005 **155.00

nk

RECEIVED
03 JUN 13 PM 2:16
FILED
03 JUN 13 PM 2:16
TALLAHASSEE, FLORIDA

Tom Larson
Requestor's Name

Address

City/State/Zip

Phone #

668-6111

Office Use Only

03 JUN 13 PM 2:18
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. MS/SEP #2 GP, L.C.
(Corporation Name) (Document #)

2. _____
(Corporation Name)

3. _____
(Corporation Name)

4. _____
(Corporation Name)

☒ Walk in

☐ Pick up

☐ Mail out

☐ Will call

File 1st

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF ORGANIZATION OF
MS/SEP #2 GP, L.C.

FILED
03 JUN 13 PM 2:16
SEAL STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of the Limited Liability Company is MS/SEP #2 GP, L.C. (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is 16133 Ventura Boulevard, Suite 1400, Encino, California 91436.

ARTICLE III - Duration

The Company shall exist for a period of no less than thirty (30) years, and no more than fifty (50) years from the date of filing these Articles of Organization, unless sooner dissolved in accordance with Florida law.

ARTICLE IV - Management

The daily, usual course of business of the Company will be managed by its manager (the "Manager"). The Manager shall be elected annually by the members in the manner prescribed by and provided for in the Regulations of the Company. The Manager shall also hold the offices and have responsibilities accorded to him by the members and as set forth in the Regulations of the Company. The members reserve the general management of the Company to themselves, and therefore all decisions outside the usual course of the Company's business will require a vote of the members holding two-thirds interest in the Company. The name and address of the Manager who is to serve is as follows:

Hearthstone, Inc.
16133 Ventura Boulevard
Suite 1400
Encino, CA 91436

ARTICLE V - Admission of Additional Members

The right, if given of the remaining members to admit additional members and the terms and conditional of the admissions shall be subject to a vote of two-thirds of the existing members and conditioned on the new member's agreement to abide by all existing agreements of the members regarding the conduct of the Company.

03 JUN 13 PM 2:16
FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE VI - Members Rights to Continue Business

The right, if given, of the remaining members of the Company to continue the business in the event of the termination of the Company due to death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining or surviving members may continue in the business of the Company provided that not less than a majority of the ownership interests agree to do so in writing.

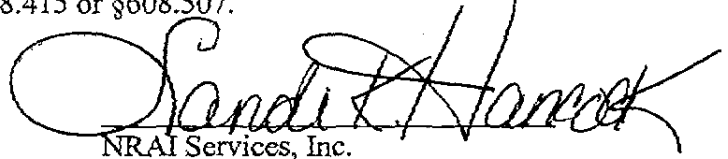
ARTICLE VI - Registered Agent and Office

The street address of the Company's initial registered office is 526 East Park Avenue, Tallahassee, Florida 32301, and the name of its initial registered agent at such office is NRAI Services, Inc.

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of MS/SEP #2 GP, L.C., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §608.415 or §608.507.

Dated: June 11, 2003


NRAI Services, Inc.