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06/03/04--01028--004 **125.00



BRODY, COHEN & WINIG, P.A. ATTORNEYS AT LAW CENTURION TOWER

ATTORNEYS AT LAW CENTURION TOWER 1601 FORUM PLACE, SUITE 304 WEST PALM BEACH, FLORIDA 33401-8103

R. S. Cohen E-Mail: rscohenesg@aol.com

TELEPHONE (561) 684-9100 FACSIMILE (561) 697-3648

June 2, 2004

Via Fedex

Secretary of State Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

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ROBERT BRODY

RICHARD S. COHEN STEVEN L. WINIG

Re: RCS Presents, LLC

Gentlemen:

Enclosed please find the original and one copy of the above-referenced company's Articles of Organization. Please file the original and return a file-stamped copy of same to this office. Also enclosed is our client's check in the amount of \$125.00 made payable to the Florida Secretary of State to cover the cost of filing the Articles.

If you have any questions, please call this office, collect if necessary, before returning this document unfiled.

Thank you for your kind consideration.

Very truly yours,

RICHARD S. COHEN



ac encl.

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name: The name of the Limited Liability Company is: RCS PRESENTS, L.L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

Mailing Address:

1601 Forum Place, Suite 304 West Palm Beach, Florida 33401 1601 Forum Place, Suite 304 West Palm Beach, Florida 33401

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1601 Forum Place, Suite 304 Florida street address (P.O. Box NOT acceptable)

> West Palm Beach, Florida 33401 City, State, and Zip

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 of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

Registered Agent's Signature

Page 1 of 2 (CONTINUED)

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

<u>Title:</u> "MGR" = Manager "MGRM" = Managing Member

MGR

 Robert Strickstein

 1601 Forum Place, Suite 304

 West Palm Beach, Florida 33401

ARTICLE V - Duration

The period of duration for the Limited Liability Company shall be Perpetual.

ARTICLE VI - Amendment

This limited liability company reserves the right to amend or repeal any provisions contained in these Articles of Organization or any amendment hereto, and any right conferred upon the members is subject to this reservation.

Name and Address:

REQUIRED SIGNATURI

Signature of a member or an authorized representative of a member.

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Robert Strickstein

Typed or printed name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (Optional)
\$ 5.00 Certificate of Status (Optional)



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