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M. HODGES

**LIMITED LIABILITY COMPANY**

**a step above productions & media, llc**

Certificate of Status	0
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**ARTICLES of ORGANIZATION**  
**of**  
**A STEP ABOVE PRODUCTIONS & MEDIA, LLC,**  
**A Florida Limited Liability Company**

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 **A STEP ABOVE PRODUCTIONS & MEDIA, LLC, a Florida Limited Liability Company** (hereinafter referred as the "Company").

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the company is 611 N.W. 24<sup>th</sup> Avenue, Boynton Beach, Florida 33426.

**ARTICLE III - DURATION**

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual, unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

**ARTICLE IV - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the state of Florida is Michael S. Levine, 611 N.W. 24<sup>th</sup> Avenue, Boynton Beach, Florida 33426.

**ARTICLE V - CAPITAL CONTRIBUTIONS**

The members of the company shall contribute to the capital of the company the cash or property set forth as follows:

Michael S. Levine - \$50.00

Kimberly H. Levine - \$50.00

**ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

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## ARTICLE VII – ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except upon the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her or its 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 members of the company other than the member proposing to dispose of his or her or its interest approve of the proposed transfer by written consent.

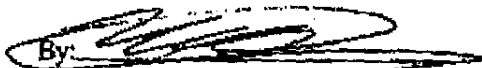
## ARTICLE VIII – MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on 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 unanimous vote of all the remaining members.

## ARTICLE IX – MANAGEMENT


The company shall be managed by a manager 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 name and address of the initial manager of the company is Michael S. Levine, 611 N.W. 24<sup>th</sup> Avenue, Boynton Beach, Florida 33426.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Boynton Beach, Florida, on the \_\_\_ day of July, 2005.

By:   
MICHAEL S. LEVINE

By:   
KIMBERLY H. LEVINE

Sworn to and subscribed before me this 21 day of July, 2005, by MICHAEL S. LEVINE, who is personally known to me or who has produced FL Driv. Lic. as identification, and KIMBERLY H. LEVINE, who is personally known to me or who has produced FL Driv. Lic. as identification and did take an oath.

  
Notary Public State of Florida at Large  
Name: Matthew F. Von

My Commission Expires:  
(Seal)



Matthew F. Von  
Commission # DD337450  
Expires: JULY 20, 2008  
Added Thru  
Adams & Blanding Co., Inc.

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

Under the provisions of F.S. 608.415 or 608.507, **A STEP ABOVE PRODUCTIONS & MEDIA, LLC**, a Florida Limited Liability Company, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is:

**A STEP ABOVE PRODUCTIONS & MEDIA, LLC**

2. The name and street address of the registered agent in Florida are:

**Michael S. Levine, 611 N.W. 24<sup>th</sup> Avenue, Boynton Beach, Florida 33426**

The undersigned, being the person named in the articles of organization of **A STEP ABOVE PRODUCTIONS & MEDIA, LLC**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent as provided for in Chapter 608, Florida Statutes.

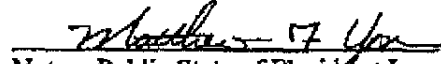
  
**MICHAEL S. LEVINE**  
Registered Agent

Sworn to and subscribed before me this 21 day of July, 2005, by **MICHAEL S. LEVINE**, who is personally known to me or who has produced FL Driv. Lic. as identification and did take an oath.

My Commission Expires:  
(Seal)



**Matthew F. You**  
Commission # **DD337460**  
Expires: **JULY 20, 2008**  
Bonded Thru  
**Atlantic Bonding Co., Inc.**

  
Notary Public State of Florida at Large

Name: **Matthew F. You**