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Division of Corporation

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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**florida entertainment & sports group, l.l.c.**

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE

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ARTICLES OF ORGANIZATION  
FOR  
FLORIDA LIMITED LIABILITY COMPANY

**FLORIDA ENTERTAINMENT & SPORTS GROUP, L.L.C.**

**Article I**

The name of the Limited Liability Company is:

**FLORIDA ENTERTAINMENT & SPORTS GROUP, L.L.C.**

**Article II**

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

**Mailing Address: 2525 State Road 7, Ste 115  
Hollywood, Florida 33021**

**Street Address: 2525 State Road 7, Ste 115  
Hollywood, Florida 33021**

**Article III**

The period of duration for the Limited Liability Company shall be:

**For Thirty (30) years from the date of initial filing.  
The Limited Liability Company shall dissolve no later than May, 2033**

**Article IV**

The Limited Liability Company is to be managed by a Manager and a Manager, the name(s) and address(es) of the Manager is/are:

**Manager**

**Address**

**Oronde Gadsden**

**(Manager)**

**2525 State Road 7, Ste 115  
Hollywood, Florida 33021**

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Article V

The Limited Liability Company is organized by the following initial member(s), whose name and address is/are as follows:

<u>Member</u>		<u>Address</u>
Oronde Gadsden	(Member)	2525 State Road 7, Ste 115 Hollywood, Florida 33021

Article VI

Additional members may be admitted by the unanimous written consent of all members under the terms and conditions agreed to by all of the members.

Article VII

The undersigned member or authorized representative of a member of **FLORIDA ENTERTAINMENT & SPORTS GROUP, L.L.C.** certifies:

1. the above named limited liability company has at least one member;
2. Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.
3. No additional members shall be admitted to the company except by 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 interest in the company as set forth in the operating agreement of the company
4. The company shall be dissolved on the death, bankruptcy, or dissolution of a member or Chief Executive Chief Executive Manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, as set forth in the operating.

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

By: 

Oronde Gadsden, Manager

STATE OF FLORIDA

So:

COUNTY OF DADE

BEFORE ME, the undersigned authority, this 31<sup>st</sup> day of January, 2006, personally appeared, Oronde Gadsden to me well known to be the persons who executed the above and foregoing Articles of Organization of, **FLORIDA ENTERTAINMENT & SPORTS GROUP, L.L.C.**, and who state that he executed the same for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 31<sup>st</sup> day of JANUARY, 2006.  
My Commission Expires:

By: 

JOSEPH A. SPIRITI JR  
Notary Public



Joseph A. Spiriti, Jr.  
Commission # DD132967  
Expires: JULY 08, 2006

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATED A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company:  
  
**FLORIDA ENTERTAINMENT & SPORTS GROUP, L.L.C.**
2. The name and Florida street address of the registered agent are:

Oronde Gadsden  
2525 State Road 7, Ste 115  
Hollywood, Florida 33021

Having been named 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 provision 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.

By:   
Oronde Gadsden

**STATE OF FLORIDA**

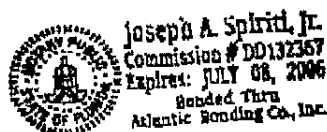
**Ss:**

**COUNTY OF DADE**

BEFORE ME, the undersigned authority, this 31<sup>st</sup> day of January, 2006, personally appeared, Oronde Gadsden to me well known to be the persons who executed the above and foregoing Articles of Organization of, FLORIDA ENTERTAINMENT & SPORTS GROUP, L.L.C., and who state that they executed the same for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 31<sup>st</sup> day of January, 2006  
My Commission Expires:

By:   
JOSEPH A. SPIRITT JR.  
Notary Public



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