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(Requestor's Name)

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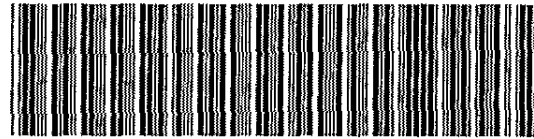
(Business Entity Name)

(Document Number)

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B. Tadlock JAN 24 2007

**SPIEGELMAN AND SPIEGELMAN**

ATTORNEYS AT LAW

BISCAYNE BUILDING, SUITE 420  
19 WEST FLAGLER STREET  
MIAMI, FLORIDA 33130

MAX SPIEGELMAN  
ROBERT I. SPIEGELMAN

TELEPHONE (305) 371-2500  
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January 17, 2006

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

Gentlemen:

Enclosed herewith please find an original and a copy of the Articles of Organization of Event Management, LLC, together with an original and a copy of the Designation of Registered Agent.

Additionally, enclosed is a check in the amount of \$155.00. That amount will cover the expense of the \$100.00 filing fee, the \$25.00 registered agent fee, and the \$30.00 for a certified copy of record.

If you should have any questions

Very truly yours,

SPIEGELMAN & SPIEGELMAN



Robert I. Spiegelman

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CLERK OF COURTS  
JAN 22 PM 12:40

**ARTICLES OF ORGANIZATION OF EVENT MANAGEMENT, L.L.C.**

The undersigned certifies that I have associated myself for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of a limited liability company for profit.

I further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I. NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be **EVENT MANAGEMENT, LLC** and its principal office shall be located at 9481 S. W. 11<sup>th</sup> Street, Miami, Florida 33174, in the City of Miami, County of Miami-Dade, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE II. PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do; and more particularly, but not by way of limitation, to engage in consulting and on sight management of meetings, conventions, seminars, trade shows, corporate outings, logistics and

consulting, and customer service.

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### **ARTICLE III. EXERCISE OF POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

### **ARTICLE IV. MANAGEMENT**

This limited liability company shall be managed initially by one (1) manager.. The name and address of the person who shall serve until his successor is elected and qualified is as follows: Paul Hegner, 9481 S. W. 11<sup>th</sup> Street, Miami, Florida 33174.

#### **ARTICLE V. MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### **ARTICLE VI. CAPITAL CONTRIBUTIONS**

Capital contributions in the amount of \$500.00 cash shall be paid to the limited liability company by the original subscriber hereto.

Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

#### **ARTICLE VII. PROFITS AND LOSSES**

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall

be entitled to an equal distributive share of the profits or to the distributive share of the profits specified as follows: as determined by a majority vote of the members. The distributive share of the profits shall be determined and paid to the members as determined by a majority of the members.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares.


#### **ARTICLE VIII. DURATION**

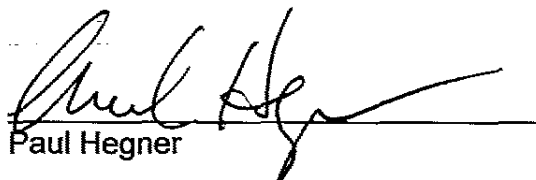
This limited liability company shall exist until perpetually or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

#### **ARTICLE IX. INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is 9481 S. W. 11<sup>th</sup> Street, Miami, Florida 33174, in the City of Miami, County of Miami-Dade, State of Florida, and the name of the company's initial registered agent at that address is Paul Hegner. The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of **EVENT MANAGEMENT, L. L. C.**

Executed by the undersigned at Miami, Miami-Dade County, Florida this January

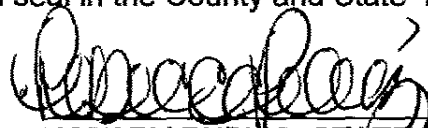
 04, 2007.

  
Paul Hegner

STATE OF FLORIDA                     )  
  ) SS:  
COUNTY OF MIAMI-DADE            )

**BEFORE ME**, the undersigned authority, personally appeared Paul Hegner, to me known to be the person described in, and who executed the foregoing Articles of Organization, and he acknowledged before me that he subscribed to these Articles of Organization.

**WITNESS** my hand and official seal in the County and State last aforesaid, this January 4th, 2007.



NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE

Printed Name:

Rebecca Pelaez



Rebecca Pelaez  
My Commission DD267781  
Expires November 16, 2007



State of Florida                    )  
  ) ss:  
County of Miami-Dade            )

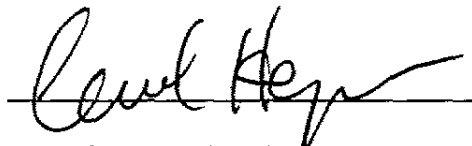
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Pursuant to the provisions of Section 608.415 and 608.407(1)(c) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

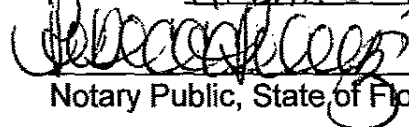
The name of the limited liability company is EVENT MANAGEMENT, L.L.C.  
The name of the registered agent for EVENT MANAGEMENT, L.L.C., is Paul Hegner and the street address of the company's principal office where the agent is located is 9481 S. W. 11<sup>th</sup> Street, Miami, Florida 33174, in the City of Miami, County of Miami-Dade, State of Florida.

This statement is to acknowledge that, as indicated above, EVENT MANAGEMENT, L.L.C. has appointed me, Paul Hegner, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated: January 04, 2007.

  
Paul Hegner, Registered Agent

The foregoing instrument was acknowledged before me this January 4, 2007, by Paul Hegner, agent on behalf of EVENT MANAGEMENT, L.L.C., a limited liability company. He is personally known to me or has produced H. DRIVER'S License as identification.

  
Notary Public, State of Florida at Large



Rebecca Pelaez  
My Commission DD287781  
Expires November 16, 2007