

LO8000041524

Lillian L. Brown

(Requestor's Name)

113 Rehwinkle Rd.

(Address)

~~Crawfordville, FL 32327~~

(Address)

Crawfordville, FL 32327

(City/State/Zip/Phone #)

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APR 25 2008

ARTICLES OF ORGANIZATION
OF
HIGHLIFE ENTERTAINMENT PARTY PRODUCTION, L.L.C.

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TALLAHASSEE, FLORIDA

PREAMBLE

The undersigned member, LILLIAN L. BROWN, for the purpose of organizing a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as amended, (F.S.A. Sections 608.401 - 608.514) hereby make, acknowledge, adopt and file the following Articles of Organization For a Florida Limited Liability Company.

ARTICLE ONE

Company Name

The name of this Limited Liability Company shall be Highlife Entertainment Party Production, L.L.C.

ARTICLE TWO

Term of Existence

The period of duration for the Limited Liability Company shall be for Seventy-Five (75) years.

ARTICLE THREE

Purposes and Powers

The general purpose for which the Limited Liability Company is organized is to purchase, lease, or otherwise to own trucks, trailers, and any other equipment and real estate for the limited liability company to engage in, conduct and carry on any trade or business in entertainment and party planning business; including but not limited to, party planning and promotions; scheduling and arranging concerts/parties/events; endorsing and promoting parties, groups, individuals, organizations and/or businesses; any activity to facilitate the primary business objective; and to engage in, conduct or carry on any trade or business in entertainment and planning. To carry on or engage in the general purpose(s) set forth hereinabove, this Limited Liability Company is organized to own, operate, maintain, hold and use, purchase, construct, establish, lease, or otherwise acquire,

mortgage, create security interests in, and sell, or otherwise dispose of or deal with any real estate, trucks, equipment, storage facilities, machine and convention halls; and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Limited Liability Company shall have all the powers granted to a limited liability company under the laws of the State of Florida subject to any modifications and limitations as set forth in these Articles of Organization or the Regulations and/or Operating Agreement duly adopted by the Limited Liability Company and permitted by the laws of the State of Florida.

ARTICLE FOUR

Mailing Address and Address of Principal Office

The street address of the initial principal office of the Liability Company is 113 Rehwinkle Road, Crawfordville, Florida 32327 and mailing address is P.O. Box 154 Crawfordville, Florida 32326.

ARTICLE FIVE

Registered Office and Agent

The name and street address of the registered agent of the Limited Liability Company in the State of Florida is LILLIAN L. BROWN, 113 REHWINKLE ROAD, CRAWFORDVILLE, FL 32327.

ARTICLE SIX

Capital Contributions

The member(s) of the Limited Liability Company shall contribute to the capital of the Limited Liability Company cash, property or services as determined by the membership from time to time.

ARTICLE SEVEN

Additional Capital Contributions

Each member shall make additional capital contributions to the Limited Liability Company at such times and in such amounts as may be provided for in the Regulations and/or Operating Agreement adopted by the members of the Limited Liability Company or, in lieu, thereof, only upon the unanimous consent of all the members.

ARTICLE EIGHT
Management

The Limited Liability Company shall be managed by a General Manager in accordance with the Regulations and/or Operating Agreement adopted for the management of the business and affairs of the Limited Liability Company. Additional managers may be appointed or elected pursuant to the Regulations and/or Operating Agreement of the Limited Liability Company. All managers shall be members of the Limited Liability Company. The General Manager shall be the executive manager and shall have the power to bind the Limited Liability Company and his/her execution of any and all legal documents, as General Manager, shall be sufficient to bind the Limited Liability Company.

Upon admission of two or more members of the Limited Liability Company, the managers of the Limited Liability Company shall be elected annually by a majority vote of the members of the Limited Liability Company. The managers shall be elected and installed in accordance with the Regulations and/or Operating Agreement of the Limited Liability Company. Each member of the Limited Liability Company shall be allowed to nominate himself or herself or another member for each of the manager positions. Each member's vote for each election of a manager shall equal his or her interest (the percentage of ownership) that he or she owns in the Limited Liability Company.

The name and address of the initial General Manager who shall serve as manager until his/her successor is elected is, as follows:

	<u>NAME/TITLE</u>	<u>ADDRESS</u>
1.	Lillian L. Brown, General Manager	113 Rehwinkle Road Crawfordville, Florida 32327

ARTICLE NINE
Admission of Additional Members
(Transferability of Interests)

No additional members shall be admitted to the Limited Liability Company after the date of the Organizational Meeting except with the unanimous written consent of all the member(s) of the Limited Liability Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Limited Liability Company as set forth in the Regulations and Operating Agreement of the Limited Liability Company, but the transferee shall have no right to participate in the management of the business and affairs of the Limited Liability Company or become a member unless all the other members of the Limited Liability Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent. Notwithstanding the foregoing, the members may by the written consent of all of the members of the Limited Liability Company change the terms and conditions for the admission of additional members in the Regulations and Operating Agreement for the Limited Liability Company.

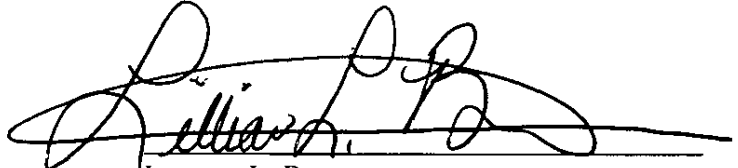
ARTICLE TEN
Members Rights to Continue Business

The Limited Liability Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member of the Limited Liability Company, unless the business of the Limited Liability Company is continued by the consent of a majority in interest of the remaining members, provided there are at least two (2) remaining members.

Notwithstanding the foregoing, the members may change the terms and conditions for the remaining members of the Limited Liability Company to continue the business on the 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 Limited Liability Company in the Regulations and Operating Agreement for the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this
25th day of April 2008.



LILLIAN L. BROWN

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR CHAPTER 608, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.


1. The name of the limited liability company is:

HIGHLIFE ENTERTAINMENT PARTY PRODUCTION, L.L.C.

2. The name and address of the registered agent and office is:

LILLIAN L. BROWN
113 Rehwinkle Road
Crawfordville, Florida 32327

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.



LILLIAN L. BROWN

DATE: April 25, 2008

Prepared by:

Lillian L. Brown
113 Rehwinkle Road
Crawfordville, Florida 32327
(850) 544-0887

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TALLAHASSEE, FLORIDA