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### BUBLEY & BUBLEY, P.A.

ATTORNEYS AT LAW

Daniel B. Bubley\*

Martin A. Bubley\*

\*Also admitted to practice in Illinois

Northdale Executive Center 3820 Northdale Blvd., Suite 312 Tampa, Florida 33624 Telephone (813) 963-7735 Facsimile (813) 963-7832

> Additional Offices: Chicago, Illinois

October 10, 2008

Registration Section Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

RE: BLUE MARBLE PUBLISHING, LLC

This letter will indicate our intent to file the Articles of Organization on behalf of **BLUE MARBLE PUBLISHING**, **LLC** to form a limited liability company. In this regard, please find enclosed the following:

- 1. The original and one copy of the Articles of Organization of **BLUE MARBLE PUBLISHING**, **LLC**
- 2. A check made payable to the Department of State in the amount of \$155.00 according to the applicable fee schedule.
  - a. \$100.00 for filing fee
  - b. \$25.00 for Designation of Registered Agent fee
  - c. \$30.00 for certified copy fee

The address where filing acknowledgment, certified copies and related documents should be sent is:

Martin A. Bubley Bubley & Bubley, P.A. 3820 Northdale Blvd. Suite 312 Tampa, Florida 33624

Thank you in advance for your anticipated cooperation.

Very truly yours,

BUBLEY & BUBLEY, P.A.

MARTIN A. BUBLEY

MAB/sw Enclosures

#### ARTICLES OF ORGANIZATION

**OF** 

#### BLUE MARBLE PUBLISHING, LLC

The undersigned organizers hereby execute and acknowledge these Articles of Organization for the purpose of forming a limited liability company under and by virtue of the laws of the State of Florida as contained in the Florida Limited Liability Company, Act, Chapter 608, Florida Statutes.

#### **ARTICLE I - NAME**

The name of this limited liability company shall be **BLUE MARBLE PUBLISHING**, **LLC**. This limited liability company shall hereinafter be referred to as the "Company".

#### **ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office address of the Company shall be 6800 Sombras Way, Land O'Lakes, Florida 34637.

The mailing address of the Company shall be Post Office Box 2989, Land O'Lakes, Florida 34639.

The Company may relocate its principal office and place of business at any other place as the Members may from time to time deem advisable.

#### <u> ARTICLE III - DURATION</u>

The existence of this Company shall commence on filing of these Articles of Organization by the Department of State, and the period of its duration and existence shall thereafter be **perpetual**, unless the Company is earlier dissolved in a manner provided by law in accordance with the Florida Limited Liability Company Act or by regulations adopted by the Members of the Company.

#### ARTICLE IV - BUSINESS, PURPOSE AND POWERS

The general nature of the business to be transacted by the Company, or the objects or purposes of the Company, shall be as follows:

- (a) to engage in, conduct and carry on the business of book publishing and related operations, and to engage in activities which are necessary suitable or convenient for the accomplishment of that purpose or which are incidental thereto or connected therewith; and
- (b) in general, to engage in and transact any and all lawful business, acts or activities for which limited liability companies may be organized according to the laws of the State of Florida.

The Company may exercise all powers, rights and privileges conferred on limited liability companies pursuant to the laws of the State of Florida.

#### ARTICLE V - REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of the Company shall be located at **6800 Sombras Way**, Land O'Lakes, Florida 34637. The name of the initial registered agent of the Company at such office shall be ALLYSON STANFORD. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law. The Consent to Appointment of the Registered Agent is included with these Articles of Organization.

#### ARTICLE VI - CONTINUITY OF BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or upon occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall not cease and the Company shall not be dissolved unless the business of the Company is terminated by consent or agreement of the remaining Members pursuant to the terms of the Operating Agreement. Notwithstanding the death, retirement, resignation, expulsion or bankruptcy of a Member, all contracts executed by such Member in an individual or representative capacity shall survive and shall inure to the benefit of the Company.

#### ARTICLE VII - MANAGEMENT

The business of the Company shall be conducted under the management of its Members who shall have exclusive authority to act for the Company in all matters, and is, therefore, a member-managed company. The names and addresses of the Managing Members of the Company are as follows:

#### Managing Members

ROBERT SHEPHERD 6800 Sombras Way Land O'Lakes, Florida 34637

ALLYSON STANFORD 6800 Sombras Way Land O'Lakes, Florida 34637

PETER QUEENAN 8 Butten Mews Plymouth, Massachusetts 02360

NANCY QUEENAN 8 Butten Mews Plymouth, Massachusetts 02360



The Members of the Company shall adopt an Operating Agreement which shall act as the operating agreement of the Members pertaining to the regulation, management and affairs of the Company, provided that such Operating Agreement shall not be inconsistent with the Articles of Organization or with the laws of the State of Florida. The Operating Agreement shall be repealed or amended from time to time only by the Members of the Company, in the manner now or hereafter prescribed by the laws of the State of Florida.

#### ARTICLE IX - AMENDMENT OF ARTICLES OF ORGANIZATION

The Company reserves the right to amend, alter, change or repeal any provisions contained in the Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred upon the Members of the Company herein are subject to this reservation.

#### <u>ACKNOWLEDGMENT</u>

IN WITNESS WHEREOF, the undersigned organizers of **BLUE MARBLE PUBLISHING**, **LLC** acknowledge that they are Members of the Company, and that they have caused to be prepared and have signed the foregoing Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida, and that the statements contained therein are, to the best of their knowledge and belief, true, correct and complete.

DATED September 20, 2008

OBERT SHEPHERD, Organize / Member

DATED Sept. 20,2008

ALLYSON STANFORD, Organizer/Member

DATED <u>9/30/08</u>

PETER QUEENAN, Organizer/Member

DATED <u>LEPT. 30, 2008</u>

NANCY QUEENAN, Organizer/Member

This instrument prepared by:

BUBLEY & BUBLEY, P.A. Attorneys at Law 3820 Northdale Boulevard. Suite 312 Tampa, Florida 33624 (813) 963-7735

## CONSENT TO APPOINTMENT CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

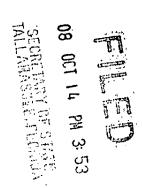
PURSUANT TO THE PROVISIONS of Section 608.415, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent in the State of Florida.

1. The name of the limited liability company is:

BLUE MARBLE PUBLISHING, LLC

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

ALLYSON STANFORD 6800 Sombras Way Land O'Lakes, Florida 34637



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.

SIGNATURE

ALLYSON STANFORD

DATE <u>Sept. 20, 2008</u>