

109000022900

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H09000054364 3)))



H090000543643ABC+

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850)617-6383

From:
Account Name : HUNTER & MARCHMAN, P.A.
Account Number : I20000000055
Phone : (407)647-6900
Fax Number : (407)647-1040

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Light 3d Studlos, LLC

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$160.00

RECEIVED

09 MAR -9 AM 11:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

09 MAR -9 AM 8:27

FILED

Electronic Filing Menu

Corporate Filing Menu

M. THOMAS

MAR 10 2009

((H09000054364 3))

ARTICLES OF ORGANIZATION OF LIGHT 3d STUDIOS, LLC

The undersigned certify that we have associated ourselves together 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 limited liability companies for profit. We 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 Light 3d Studios, LLC, and its principal office shall be located at 710 Killarney Bay Court in the City of Winter Park, County of Orange, 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.
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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

09 MAR -9 AM 8:27

FILED

((H09000054364 3))

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

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

- FinAgri, Ltd., a Bahamas Corporation 3rd Floor, Tradewinds Building, King Street, Nassau, Bahamas
- Joan M. McAlister 710 Killarney Bay Court, Winter Park, FL 32789
- Bruce A. McKenzie 710 Killarney Bay Court, Winter Park, FL 32789

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 the 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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

09 MAR -9 AM 8:28

FILED

((H09000054364 3))

ARTICLE VI.
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The principal office and mailing address of the initial registered office of the limited liability company is 710 Killarney Bay Court, Winter Park, FL 32789 Orange County, State of Florida, and the name of the company's initial registered agent at that address is Bruce A. McKenzie.

ARTICLE VI.
DURATION

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

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of Light 3d Studios, LLC.

Executed by the undersigned at Winter Park on the ___ day of February 2009.

FinAgri Ltd.

By: Elizabeth Smith, President
Address: 3rd Floor, Tradewinds Building, King Street, Nassau, Bahamas

Joan M. McAlister
Joan M. McAlister
710 Killarney Bay Court, Winter Park, FL 32789

Bruce A. McKenzie
Bruce A. McKenzie
710 Killarney Bay Court, Winter Park, FL 32789

ACCEPTANCE

I HEREBY CERTIFY that I am a permanent resident of Orange County, Florida, residing at the place indicated above and I hereby accept the foregoing designation as Registered Agent.

Bruce A. McKenzie
Bruce A. McKenzie
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

09 MAR -9 AM 8:28

FILED

((H09000054364 3))