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EXAMINER



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SECRETARY OF STATE  
DIVISION OF CORPORATION  
OCT 19 PM 4:04

ATTORNEY AT LAW  
**ROBERT E. WIGGINS**  
ROBERT EDWARD WIGGINS, P.A.

13799 PARK BOULEVARD N. #254  
SEMINOLE, FLORIDA 33776-3402

EMAIL: bob@rewentertainmentlaw.com

PHONE: (727) 251-8662  
FAX: (727) 213-6780

October 15, 2009

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

**RE: WECANDO US LLC**  
**Articles of Organization**

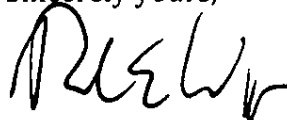
**SPOOF PRODUCTIONS, INC.**  
**Articles of Incorporation**

Dear Sirs:

Enclosed please find the original Articles of Organization of WECANDO US LLC and a check in the amount of One Hundred Twenty Five Dollars (\$125.00) for the filing fee. Also enclosed are the Original Articles of Incorporation of SPOOF PRODUCTIONS, INC. and a check in the amount of Seventy Eight Dollars and Seventy-Five Cents (\$78.75) for the filing fee.

Thank you and if you have any questions, please do not hesitate to contact me.

Sincerely yours,



ROBERT E. WIGGINS

REW.atm  
Enclosures

**ARTICLES OF ORGANIZATION**

**OF**

**WECANDO US LLC**

**ARTICLE I**

**NAME**

The name of this Florida limited liability company is WECANDO US LLC.

**ARTICLE II**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office of the Florida limited liability company and mailing address is:

13799 Park Boulevard N.  
#254  
Seminole, Florida 33776-3402

**ARTICLE III**

**TERM**

The term of existence of this Florida limited liability company is perpetual.

**ARTICLE IV**

**PURPOSE**

This Florida limited liability company is organized to transact any and all lawful business for which limited liability companies may be organized under Florida Statutes.

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DIVISION OF CORPORATION  
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**ARTICLE V**  
**TRANSFERABILITY OF MEMBERSHIP INTERESTS**

No members shall have the right to assign their membership interests in the limited liability company without the written agreement of all of the membership interests unless otherwise provided in the limited liability company's *Operating Agreement*. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the limited liability company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

**ARTICLE VI**  
**MANAGEMENT**

This will be a member-managed company, managed by the members listed below.  
The name and address of each member is:

PASCAL MARTIN

1104 S. Missouri Avenue  
Clearwater, Florida 33756

ANTONY MEHMETI

110, cours Tolstoi  
69100 Villeurbanne  
France

## **ARTICLE VII**

### **REGISTERED OFFICE AND AGENT**

The name and address of the initial registered agent and office of this Florida limited liability company is as follows:

**Registered Agent:**

ROBERT E. WIGGINS

**Office of Florida Limited Liability Company:**

13799 Park Boulevard N.  
#254  
Seminole, Florida 33776-3402

## **ARTICLE VIII**

### **INDEMNIFICATION**

Every member of this Florida limited liability company, and the member company's manager serving this Florida limited liability company at its request, shall be indemnified by this Florida limited liability company against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a manager of this Florida limited liability company, or by reason of his serving or having served this Florida limited liability company at its request, whether or not he is a manager or is serving at the time such expenses or liabilities are incurred; provided that in such cases wherein the manager is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties and also in the event of a settlement, before entry of judgment, the indemnification herein shall apply only when the members approve such settlement and reimbursement as being in the best interests of this Florida limited liability company. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which that

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person may be entitled.

#### **ARTICLE IX**

#### **EXISTENCE**

The Florida limited liability company's existence shall begin effective as of the date of filing these Articles of Organization.

#### **ARTICLE X**

#### **SUBSCRIBER**

The name and address of the authorized Subscriber to these Articles of Organization is as follows:

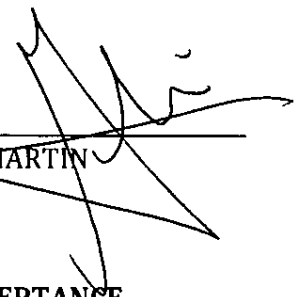
##### **NAME**

PASCAL MARTIN

##### **ADDRESS**

1104 S. Missouri Avenue  
Clearwater, Florida 33756

IN WITNESS WHEREOF, the Subscriber has hereunto affixed his signature on this 13<sup>th</sup> day of October 2009.

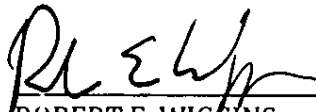
  
PASCAL MARTIN

#### **CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT**

I, ROBERT E. WIGGINS, as Registered Agent for WECANDO US LLC do hereby agree

to accept Service of Process on behalf of the Florida limited liability company, to keep my office located at 13799 Park Boulevard N. #254, Seminole, Florida 33776-3402 open during prescribed hours; and to post my name in some conspicuous place in the above-stated office as required by law.

DATED: October 13 2009.

  
ROBERT E. WIGGINS  
Registered Agent