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S. HAWKES

AUG 17 2010

EXAMINER

REBECCA J. DEL MEDICO, ESQ.

**6281 FLORIDIAN CIRCLE
LAKE WORTH, FLORIDA 33463
(561) 964-6622
Fax: (561) 964-1615**

August 10, 2010

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Re: Miele's And David Entertainment Group, LLC

Dear Sirs or Madam:

Please find enclosed Articles of Organization, Certificate of Designation of Registered Agent and a filing fee check in the amount of \$155.00 for the above referenced Corporation.

We have included the fee for a Certified Copy. If you have any questions regarding the enclosed, please contact our office.

Thank you.

Sincerely,



Rebecca J. Del Medico

**ARTICLES
OF ORGANIZATION FOR
THE MIELES AND DAVID ENTERTAINMENT GROUP, LLC**

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ARTICLE I- NAME:

The name of the Limited Liability Company is:
THE MIELES AND DAVID ENTERTAINMENT GROUP, LLC

ARTICLE II- ADDRESS:

The mailing address and street address of the principal office
of The Mieles and David Entertainment Group, LLC is:

**1054 NE 161 TERRACE
NORTH MIAMI BEACH, FLORIDA 33162**

ARTICLE III- DURATION:

The period of duration of the Company is not limited to a specific period of time or term of
years but will continue in existence until terminated.

ARTICLE IV- MANAGEMENT:

The Mieles And David Entertainment Group, LLC is to be managed by a board of managers
consisting of one or more persons. Members of the Board may, but are not required to, be
members of The Mieles And David Entertainment Group, LLC

. The name and address of the initial managers are:

**DAVID W. DIXON
NE 27TH WAY
FORT LAUDERDALE, 33306**

**CARLOS M. MIELES
1054 NE 161 TERRACE
NORTH MIAMI BEACH, FLORIDA 33162**

**ARTICLE V-NAME AND ADDRESS OF THE
INITIAL REGISTERED AGENT**

The initial registered agent is:

**Rebecca J. Del Medico, Esq.
Rebecca J. Del Medico, P.A.
6281 Floridian Circle**

Lake Worth, Florida 33463

ARTICLE VI-CLASSES OF MEMBERSHIP

There shall be two (2) classes of members within The Miele's And David Entertainment Group, LLC

Class A Members

Class B Members

Class C Members

whose rights and preferences shall be set forth in the Operating Agreement.

ARTICLE VII- VOTING RIGHTS OF MEMBERS

Class A Members shall be voting

Class B Members shall be voting

Class C Members shall be non-voting

ARTICLE VIII-CONTINUATION OF BUSINESS

Upon 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, the remaining members shall have the right to continue the business.

ARTICLE IX-RIGHT TO ADMIT ADDITIONAL MEMBERS

The members shall have the right to admit additional members, upon the consent of a majority-in-interest of the Voting Members.

ARTICLE X- ACTIONS BY WRITTEN CONSENT

The members and the Board of Managers of the Company shall have the right to take any action permitted or required to be taken by vote without a meeting on written consent to the fullest extent permitted by the Florida Limited Liability Company Act, as amended from time to time.

ARTICLE XI-INDEMNIFICATION

The Board of Managers and the Officers of the Company shall be entitled to be indemnified by the Company to the fullest extent permitted by Florida law.


David W. Dixon, Member and Manager

Date: August 9, 2010


Carlos M. Miele's, Member and Manager

Date: August 9, 2010

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**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT**


PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, 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: The Miele and David Entertainment Group, LLC

2. The name and address of the Registered Agent and Office is:

Rebecca J. Del Medico, Esq.
6281 Floridian Circle
Lake Worth, Florida 33463

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 a registered agent.


Rebecca J. Del Medico, Esq.
Registered Agent

Date: August 9, 2010

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STATE OF FLORIDA