# L110000044503

Steven Malono
(Requestor's Name)  215 5. Marioe St. 2 42  (Address)
(Address) 32301 Tallahassel 72 (City/State/Zip/Phone #) (850) 222-359
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C. LEWIS

APR 1 4 2011

EXAMINER

#### ARTICLES OF ORGANIZATION

FILED 11 APR 14 AM 9: 48

**OF** 

# RESORT TALENT AND ENTERTAINMENT, LLC

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes (the "Florida Limited Liability Company Act"), for the purpose of forming a Limited Liability Company under the laws of the State of Florida, do set forth the following:

#### 1. NAME.

The name of the Limited Liability Company is Resort Talent and Entertainment, LLC (hereinafter referred to as the "Company").

### 2. ADDRESS OF PLACE OF BUSINESS.

The mailing and street address of the place of business in Florida for the Company is 1916 Countess Court, Naples, Collier County, Florida 34110. Such address may be changed from time to time as provided in the Operating Agreement.

#### 3. <u>REGISTERED AGENT.</u>

The initial registered agent in Florida for the Company is Steven M. Malono, and the mailing address and street address of the initial registered office is 215 South Monroe Street, 2nd Floor, Tallahassee, FL 32301.

#### 4. <u>MANAGEMENT</u>.

The Company shall be member managed. The name and address of the sole managing member is:

1. Janet A. Malono, 1916 Countess Court, Naples, FL 34110.

#### 5. <u>PERIOD OF DURATION</u>.

The period of duration of the Company shall not exceed the maximum term permitted under the Florida Limited Liability Company Act. The Company may be dissolved sooner, however, as provided in the Florida Limited Liability Act or the written Operating Agreement to be executed by all of the Members of the Company.

#### 6. <u>INITIAL CAPITAL CONTRIBUTIONS.</u>

The total amount of cash and a description of the agreed value of property other than cash contributed to the Company is as follows: Ten and No/100 Dollars (\$10.00) in cash.

# 7. <u>ADDITIONAL CONTRIBUTIONS</u>.

The total additional contributions, if any, agreed to be made by all Members and the times at which such contributions shall be made, are as follows: No total additional contributions have been agreed to as of the date of filing of these Articles of Organization. Additional contributions, if any, will be made as provided in the Operating Agreement.

# 8. <u>CONTINUITY OF BUSINESS.</u>

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 in the Company, the business of the Company shall be continued and the Company shall not be dissolved without the prior written consent of all the remaining Members of the Company.

# 9. <u>INDEMNIFICATION</u>.

Unless expressly agreed otherwise in writing by all of the Members, the Company shall indemnify any Member to the full extent permitted under the Florida Limited Liability Company Act.

#### 10. PURPOSE.

The purpose for which the Company is organized is to act as a music, entertainment and event production company, and to otherwise engage in any and all other businesses and activities permitted by the laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

#### 11. <u>EFFECTIVE TIME</u>.

These Articles shall be effective when filed with the Florida Department of State.

Executed at Moder, Florida, on the 916 day of March, 2011.

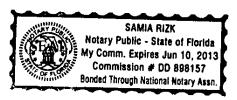
By:

Janet A. Malono Managing Member

STATE OF FLORIDA,

#### **COUNTY OF COLLIER**

The foregoing instrument was acknowledged before me this <u>cith</u> day of March, 2011, by Janet A. Malono, a Managing Member of Resort Talent and Entertainment, LLC, a Florida limited liability company, on behalf of the company. She is personally known to me, or has provided the following identification: <u>florida</u> <u>lines</u> <u>line</u>



NOTARY PUBLIC - STATE OF FLORIDA

Print, Type or Stamp Name of Notary Public



#### ACCEPTANCE OF REGISTERED AGENT

Having been named the Registered Agent in the State of Florida for Resort Talent and Entertainment, LLC, at the place designated in the Articles of Organization, Steven M. Malono agrees to act in this capacity, and agrees to comply with the provisions of Chapter 608, Florida Statutes, relative to keeping open such office.

Steven M. Malono

Date: