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EXAMINER

#### GLICEMAN, WITTERS AND MARELL, P.A.

ATTORNEYS AT LAW
THE CENTURION
SUITE 1101
1601 FORUM PLACE
WEST PALM BEACH, FL 33401

GARRY M. GLICKMAN
CURTIS L. WITTERS
BOARD CERTIFIED IN MARITAL AND FAMILY LAW
WILLIAM J. MARELL
ELIZABETH A. MONTGOMERY
CINDY A. CRAWFORD
JOSEPH R. LOWICKY

TELEPHONE (561) 478-1111

TELECOPIER (561) 478-2433

October 24, 2012

#### Via Federal Express

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Reference:

Special Edition, LLC

Gentlemen:

We are enclosing one original and a duplicate copy of the Articles of Organization for the above referenced proposed company together with a Designation of Registered Agent and Acceptance of Designation. The duplicate copy of the Articles have been subscribed and acknowledged by the subscriber in the same manner as the original.

Please endorse your approval of the Articles of Organization on the duplicate copy, certify and return it to us. Enclosed is our check in the amount of \$125.00 for the filing of these documents

Sincerely,

NICKMAN, WITTERS & MARELL, P. A.

Garry M. Glickman

GMG:sn

Enclosures (as noted above)

#12 #CT 26 AM ID: 57 VECKETARY OF STATE

#### ARTICLES OF ORGANIZATION

**OF** 

## SPECIAL EDITION, LLC

The undersigned organizer hereby forms a limited liability company under the laws of the State of Florida:

## ARTICLE I

**COMPANY NAME** 

The name of this company is:

## SPECIAL EDITION, LLC

## ARTICLE II

#### COMMENCEMENT AND TERM OF EXISTENCE

The term of existence of the Company shall commence on the date the Articles of Organization is filed with the Florida Secretary of State, and shall continue perpetually unless dissolved as set forth hereafter.

## ARTICLE III

## MAILING ADDRESS AND STREET ADDRESS OF THE COMPANY

The mailing address and the street address of the principal office of the limited liability company is 251 Southern Boulevard, West Palm Beach, FL 33405.

## ARTICLE IV

#### REGISTERED AGENT AND REGISTERED AGENT'S ADDRESS

The Registered Agent and the street address of the Registered Agent of this Company in the State of Florida shall be:

Jodie D. Kenney 251 Southern Boulevard West Palm Beach, FL 33405

## ARTICLE V

#### DISSOLUTION

The death, retirement, resignation, expulsion, bankruptcy or dissolution of a member shall not dissolve the Company as long as there remains in existence one (1) member. The Company shall dissolve only as provided in the Operating Agreement of the Company.

#### ARTICLE VI

#### MANAGEMENT OF THE COMPANY

The initial Managers of the Company shall be Donill J. Kenney, Jr. and Jodie D. Kenney. The Managers, Donill J. Kenney, Jr. and Jodie D. Kenney shall be responsible for the management of the Company, and shall have the full right, power and authority to manage, direct and control all of the business and affairs of the company and to transact business on its behalf.

Notwithstanding the foregoing, the Managers shall have the absolute authority to subcontract any management functions of the Company in their sole and absolute discretion.

#### ARTICLE VII

#### RIGHTS, LIABILITIES AND OBLIGATIONS OF MEMBERS

- 7.1 <u>Liability of Members:</u> No Member shall be personally liable for the expenses liabilities, debts or obligations of the Company, unless otherwise provided pursuant to Florida Statute §608.
- 7.2 Return of Capital: No Member shall have the right to demand the return of phis/her/its contribution to capital except as provided in the Company's Regulations and Operating Agreement then in existence.

7.3 Non-Assignability of Membership Interest: No Member may assign his/her Company interest in whole or in part without the express written consent of 100% of the Company's members, including the member attempting to assign his/her interest.

The assignee of a member's interest shall have no right to participate in the management of the business and affairs of the Company, except i) as provided in the Operating Agreement and, ii) upon the approval of 100% of the members of the limited liability company including the member assigning the limited liability interest and iii) in compliance with any procedure provided for in the Operating Agreement.

The assignee of the member's interest shall have no right to become or to exercise any rights or power of a member, except upon the express written approval of 100% of the members of the Company, including the member assigning the interest.

IN WITNESS WHEREOF, the undersigned Organizer has executed the Articles of

Organization, this 24 day of October, 2012.

JODIE D. KENNEY, ORGANIZER

STATE OF FLORIDA

SS:

COUNTY OF PALM BEACH

STATE OF PALM BEACH

STATE OF THE PALM BEACH

STATE O

The foregoing instrument was acknowledged before me this  $\frac{24}{9}$  of October, 2012, by JODIE D. KENNEY, Organizer of the afore-described Articles of Organization, who is personally known to me and did not take an oath.

GARRY M. GLICKMAN
Commission # EE 141109
Expires November 9, 2015
Bonded Thru Troy Fain Insurance 800385-7019

OTARY PUBLIC:

PRINT

STATE OF FLORIDA AT LARGE (SEAL) MY COMMISSION EXPIRES:

# CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Special Edition, LLC desiring to organize as a Limited Liability Company under the laws of the State of Florida with its principal office as indicated in the Articles of Organization, has named Jodie D. Kenney having an address at 251 Southern Boulevard, West Palm Beach, FL 33405 as its agent to accept Service of Process within this State.

## **ACKNOWLEDGMENT**

Having been named to accept Service of Process for the above named Limited Liability

Company, at the place designated in the	is Certificate, I hereby agree to act in this capacity, accept the	
appointment, and agree to comply with	the provisions of the Florida Statutes relative to keeping open said	į
office.	Jodie D. Kenney	
SWORN TO AND SUBSCRIBED before a substantial commission # EE 141109 Expires November 9, 2015.  Bonded Thru Troy Fain Insurance 800-385-7019	ore me this 24 day of OCTOBER, 2012	The state of the s

Personally known	or produced identification	٠	If produced identification,	type or	· identification
produced:					