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10/26/15--01045--015 **155.00

16 JUN-16 AM 11:47
10/26/15 10:45

W15-71900

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ROBERT M. BULFIN, P.A.

ATTORNEY AT LAW

2826 East Oakland Park Boulevard

Fort Lauderdale, Florida 33306

TELEPHONE (954) 565-6002

TELEFAX (954) 565-0657

Mailing Address

P.O. Box 24802

Fort Lauderdale, Florida 33307

ROBERT M. BULFIN

U.S. Priority Mail

October 21, 2015

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

Re: File Articles of Organization

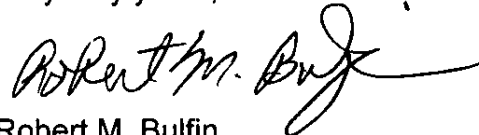
Dear Sir or Madam:

Enclosed please find an original and a copy of the Articles of Organization for CHIP, LLC.

Please file the Articles and provide us with a stamped, certified copy of the Articles. My check payable to Department of State Division of Corporations in the amount of \$155.00 is also enclosed with a self addressed, stamped return envelope.

Thank you for your consideration in this matter.

Very truly yours,

A handwritten signature in black ink, appearing to read "Robert M. Bulfin", with a stylized flourish extending to the right.

Robert M. Bulfin



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 30, 2015

ROBERT M. BULFIN, P.A.
P.O. BOX 24802
FORT LAUDERDALE, FL 33307

SUBJECT: CHIP, LLC
Ref. Number: W15000071900

We have received your document for CHIP, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must contain the words "Limited Liability Company," the abbreviation "L.L.C.", or the designation "LLC". The following suffixes are no longer acceptable: "Limited Company," "L.C.," "LC.," "Ltd.," and "Co."

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Maryanne Dickey
Regulatory Specialist II

Letter Number: 415A00023021

ROBERT M. BULFIN, P.A.

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2826 East Oakland Park Boulevard

Fort Lauderdale, Florida 33306

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Mailing Address

P.O. Box 24802

ROBERT M. BULFIN

Fort Lauderdale, Florida 33307

Via US Express Mail
December 29, 2015

Attn: Maryanne Dickey
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Filing of Articles of Organization for
CHIP, LLC n.k.a A RAIN OF
DIAMONDS, LLC
Ref. Number: W15000071900

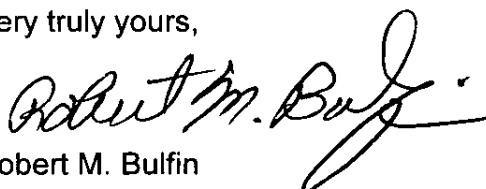
Dear Sir or Madam:

Enclosed please find an original and a copy of the Articles of Organization for A RAIN OF DIAMONDS, LLC, which replaces the Articles originally sent under the name of CHIP, LLC, which name was rejected as unavailable.

Please file the Articles and provide us with a stamped, certified copy of the Articles. Remittance was previously sent under the above reference number. I also enclose a copy of your October 30, 2015 instruction letter and a self addressed, stamped return envelope for return of said certified copy of the filed Articles.

Thank you for your consideration.

Very truly yours,


Robert M. Bulfin

ARTICLES OF ORGANIZATION

OF

A RAIN OF DIAMONDS, LLC

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "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 A RAIN OF DIAMONDS, LLC (hereinafter referred to as the "Company").

2. Period of Duration.

Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

3. Purpose.

The purpose for which the Company is organized is to engage in film production and any and all other business and activities permitted by the Act and any other applicable 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.

4. Address Of Place Of Business.

The mailing address, street address and place of business for the Company is 2667 East Commercial Boulevard, Suite 201, Fort Lauderdale, FL 33308. These addresses may be changed from time to time by amending the same in the Company's annual report, or by amending these Articles, or as may be provided in any operating agreement.

5. Registered Agent.

The initial registered agent in Florida for the Company and his address and the initial registered office for the Company are as follows:

Name: R. Sam Screnci
Address: 2667 East Commercial Boulevard, Suite 201
Fort Lauderdale, FL 33308

6. Capital Contributions.

Contributions to the capital of the Company shall be made by its Members, in the manner prescribed by any written Operating Agreement made and entered into by the Members and which may be amended from time to time in accordance with its terms.

7. Members.

The Company shall have at least one member and may admit additional Members on the prior unanimous written agreement of the then-existing Members, or as otherwise provided in the Operating Agreement.

8. Continuity of Business.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued Membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining Members of the Company.

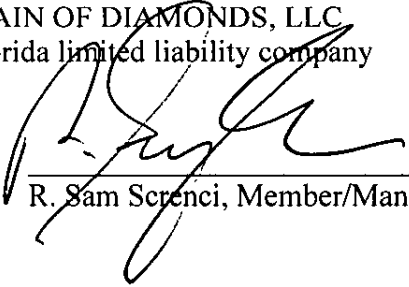
9. Management.

This Company will be managed by one or more Managers appointed by the Members. As such, the Company will be manager-managed. The Members, at a meeting of the Members held not less than annually, shall designate the Managers, who may also be Members, and the positions that these Managers will hold. The initial Managers, who shall serve until the first annual meeting of the Members or until their successors are elected and qualify, and their designations shall be as follows:

| | |
|------------------|-----------|
| Name: | Position: |
| R. Sam Screnci | Manager |
| Gregory Sabatino | Manager |

Executed at Fort Lauderdale, Florida, on(date)..... 12/28/15

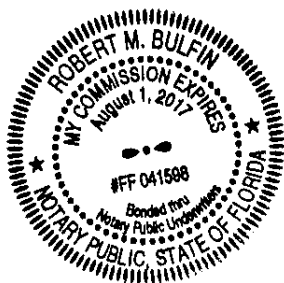
A RAIN OF DIAMONDS, LLC
a Florida limited liability company

By: 
R. Sam Screnci, Member/Manager

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me on December 26, 2015, by R. Sam Screnci, as Member/Manager of A RAIN OF DIAMONDS, LLC, who ☒ is personally known to me or ☐ produced as identification and who (did) (did not) take an oath.

(Seal)



Robert M. Bulfin
Notary Public — State of Florida
Print name: Robert M. Bulfin
My commission expires:

16 JAN -6 AM 11:47

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-stated 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 registered agent.

R. Sam Screnci
Print name: R. Sam Screnci