

695000000363

BUCHBINDER & ELEGANT

PROFESSIONAL ASSOCIATION
MEGA BANK BUILDING - FOURTH FLOOR
40 SOUTHWEST FIRST STREET
MIAMI, FLORIDA 33130-1007

HARRIS J. BUCHBINDER
JANA M. ELEGANT

STEVEN A. COLSKY
CAROLINA A. ECHANTE

TELEPHONE (305) 358-1515
FAX NO (305) 358-6208

May 9, 1995

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
New Filing Section
409 East Gaines Street
Tallahassee, FL 32399

6000001402930
05/10/95--01004--006
****337.50 ****337.50

Re: Filing of Articles of Organization of
Area One Development L.C.

Dear Sir/Madam:

Enclosed are the following documents and fees necessary to file the
above-referenced limited liability company:

1. Original and one (1) copy of Articles of Organization of
Area One Development L.C., Acceptance of Registered Agent and
Affidavit as to Contributions;
2. Check No. 8443 in the amount of \$337.50 representing the
filing fee, including any applicable charges, for Registered
Agent designation and a certified copy.

These documents are being sent by Federal Express to arrive at your
offices on Wednesday, May 10, 1995, and it is our understanding
that they will be deemed filed upon receipt, although it may take
several days to process same.

Please call the undersigned if you have any questions or need any
further information concerning the filing of these documents.

Very truly yours,

Steven A. Colsky
Steven A. Colsky

SAC:pb
Enclosures

Pmc
5/11/95

FILED
95 MAY 10 PM 2:33
TALLAHASSEE, FLORIDA

FILED

95 MAY 10 PM 3:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

AREA ONE DEVELOPMENT L.C.

The undersigned does hereby execute, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

ARTICLE I. NAME

The name of the limited liability company shall be:

AREA ONE DEVELOPMENT L.C.

ARTICLE II. DURATION

The period of duration shall be perpetual.

ARTICLE III. - ADDRESS

The mailing address and street address of the principal office of the limited liability company shall be:

865 West End Avenue
Suite 213E
New York, New York 10025

ARTICLE IV. REGISTERED AGENT

The name and street address of the initial registered office of the limited liability company is:

Buchbinder & Elegant, P.A.
46 Southwest First Street
Suite 400
Miami, Florida 33130

ARTICLE V. - ADDITIONAL MEMBERS/TRANSFERABILITY

The members of the limited liability company do not have the right to admit additional members or transfer membership interests without the unanimous consent of the non-transferring members.

ARTICLE VI. - CONTINUATION OF BUSINESS

Upon their unanimous consent, all remaining members of the limited liability company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member.

ARTICLE VII. - MANAGEMENT

The management of the limited liability company is reserved to the members in proportion to their ownership interest. The name and address of the initial managing members are:

Area One Entertainment Corp.
865 West End Avenue
New York, New York 10025

Stephen J. Cluney
115 Sullivan Street, Apt. 7
New York, New York 10012

ARTICLE VIII. - OWNERSHIP INTEREST

The names of the initial members of the limited liability company and their respective percentage of equity interest are as follows:

<u>Name</u>	<u>Percentage</u>
Area One Entertainment Corp.	95%
Stephen J. Cluney	5%

IN WITNESS WHEREOF, the undersigned, being a managing member of the above limited liability company, for the purpose of forming a limited liability company to do business both within and without the State of Florida, under the laws of Florida, does make and file these Articles, heroby declaring and certifying that the facts herein stated are true, and executes these Articles of Organization this 9 day of May, 1995.

AREA ONE ENTERTAINMENT CORP.
a Florida corporation

By: 
Shaun Leibovitz, President

FILED

95 MAY 10 PM 3:33

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION
FOR AREA ONE DEVELOPMENT L.L.C.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BUCHBINDER & ELEGANT, P.A., having a business office identical with the registered office of the limited liability company above, and having been designated as the Registered Agent in the above and foregoing articles is familiar with and accepts the obligations of the position of Registered Agent under Section 608.407, Florida Statutes.

BUCHBINDER & ELEGANT, P.A.

By:

Ira M. Elegant
Ira M. Elegant, Vice President

AFFIDAVIT OF CONTRIBUTIONS
(FOR LIMITED LIABILITY COMPANY)

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared
SHAUN LEIBOVITZ, who deposes and says:

1. His name is SHAUN LEIBOVITZ, and he is over the age of
eighteen (18) years.

2. Affiant knows the conditions herein by his own personal
knowledge.

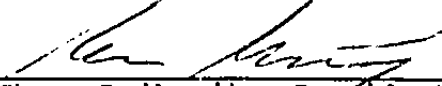
3. He is President of Area One Entertainment Corp., a
Florida corporation, a managing member of Area One Development
L.C., a Florida limited liability company.

4. Affiant makes this Affidavit in compliance with Section
608.407(2), Florida Statutes (1993), to accompany the filing of
Articles of Organization of Area One Development L.C. with the
Secretary of State of Florida.

5. Area One Development L.C. has at least two (2) members.

6. The amount of the cash contribution by the members is
\$25,000.00.

7. The amount anticipated to be contributed by the members
is \$450,000.00, unless otherwise provided by a supplemental
affidavit of contribution filed in accordance with Section 608.412,
Florida Statutes (1993).


Shaun Leibovitz, President of
Area One Entertainment Corp.,
a Florida corporation, a managing
member of Area One Development L.C.

SWORN TO AND SUBSCRIBED before me this 9 day of May,
1995, by SHAUN LEIBOVITZ, as President of Area One Entertainment

Corp., a Florida corporation, a managing member of Area One Development L.C.



Vernon A. Hurling
Notary Public, State of Florida
Print Name: *Vernon A. Hurling*
My Commission Expires:
My Commission No.
Personally known to me or
produced
as identification.

L95000000363

Joseph Mendola

(Requestor's Name)

10 W. 15th St., #1409

(Address)

NY, NY

(City, State, Zip)

10011

(Phone #)

OFFICE USE ONLY

FILED
95 AUG 24 PM 2:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

700001569187
-08/25/95--01011--002
*****52.50 *****52.50

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Amend

VS AUG 29 1995

Examiner's Initials

FIRST AMENDMENT
(Pursuant to 808.411 of the Florida Statutes)
TO THE
ARTICLES OF ORGANIZATION
OF
AREA ONE DEVELOPMENT, L.C.

FILED
95 AUG 24 PM 2:36
CLERK OF THE STATE
TALLAHASSEE, FLORIDA

The undersigned, being all the initial members of the above named limited liability company, do hereby execute, acknowledge and file this First Amendment to the Articles of Organization of said limited liability company created under the laws of the State of Florida.

1. The original Articles of Organization were filed with the Secretary of State of the State of Florida on May 10, 1995.

2. The original Articles of Organization are hereby amended as follows:

ARTICLE VII. - MANAGEMENT

The Management of the limited liability company is vested exclusively in the member whose name and address is:

Area One Entertainment Corp.
885 West End Avenue
New York, New York 10025

ARTICLE VIII. - OWNERSHIP INTEREST

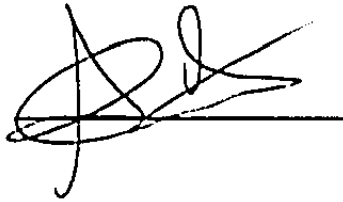
The name and address of the sole member of the limited liability company whose percentage equity interest is 100% is:

Area One Entertainment Corp.
885 West End Avenue
New York, New York 10025

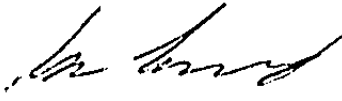
IN WITNESS WHEREOF, the undersigned being all the initial members of limited liability company, for the purpose of amend. the Articles of Organization of the limited liability company, do make and file this First Amendment to the Articles of Organization, hereby

declaring and certifying that the facts herein stated are true, and execute this First Amendment
to the Articles of Organization this 18th day of August, 1995.

STEPHEN J. CLUNEY

A handwritten signature in black ink, appearing to be 'S. Clune', written over a horizontal line.

AREA ONE ENTERTAINMENT CORP.
(a Florida corporation)

By: 
Shaun Leibovitz, President

FILE NOW: Fee after May 1, will be \$263.75

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Morfitt
Secretary of State
DIVISION OF CORPORATIONS

FILING FEE
\$ 238.75

Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee

Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address
of Limited Liability Company

DOCUMENT #L95000000363

AREA ONE DEVELOPMENT L.C.
865 WEST END AVENUE
SUITE 213E
NEW YORK NY 10025

1049 Washington
Miami Beach, FL 33139

1a. Principal Place of Business Address

865 WEST END AVENUE
SUITE 213E
NEW YORK NY 10025

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a

2. Principal Place of Business

1049 Washington Ave
Suite, Apt. #, etc

2a. Mailing Address

Suite, Apt. #, etc

3. Date Organized or Qualified

05/10/1995

3a. State of Formation

FL

4. FET Number

DA/A 65-060182

☐ Applied For

☒ Not Applicable

5. Date of Last Report

6. Certificate of Status Desired

☐ 5a. 7a. Additional Fee Required ☐

7. Name and Address of Current Registered Agent

BUCHBINDER & ELEGANT, P.A.
26 S.W. FIRST STREET
SUITE 400
MIAMI FL 33130

8. Name and Address of New Registered Agent

Name

Lois G. BRITO

Street Address (P.O. Box Number is Not Acceptable)

407 Lincoln Road

Suite, Apt. #, etc

Suite 5-B

City

Miami Beach FL

Zip Code

33139

9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations

SIGNATURE

[Signature]

DATE

8/14/96

10. Title

Managing Members/Managers

Business Street Address

City, State and Zip Code

MGRM AREA ONE ENTERTAINME.

865 WEST END AVENUE

1049 Washington
Miami Beach, FL

NEW YORK NY

AVE

33139

C/O Jwirl

100001934911
-08/28/96--01096--006
****263.75 ****263.75

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address

SIGNATURE:

[Signature]