

L95000000574

HARRY H. SCHOENNAGEL  
4268 25TH AVENUE SOUTHWEST  
NAPLES, FLORIDA 33999.7020  
PHONE: 941.455.2547

July 21, 1995

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Dear Sir or Madam:

Enclosed please find the Articles of Organization for a Florida Limited Liability Company, Affidavit of Membership and Contributions, and Certificate of Designation of Registered Agent/Registered Office for Imagine That Productions, L.C.

Also enclosed is a check for \$285.00 for the Articles of Organization Filing Fee and the Designation of Registered Agent Filing Fee.

Please call me at 941.455.2547 if you have any questions or comments.

Sincerely,

  
Harry H. Schoennagel

000001546860  
-07/26/95--01076--002  
\*\*\*\*285.00 \*\*\*\*285.00

HHS/rmn  
Enclosures:

Dmp  
7/27/95

FILED  
95 JUL 26 PM 3:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**

95 JUL 26 PM 3:54

DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I- Name:**

The name of the Limited Liability Company is:

**IMAGINE THAT PRODUCTIONS, L. C.**

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Limited Liability Company is:

**4268 25th Avenue Southwest  
Naples, Florida 33999.7020**

**ARTICLE III - Duration:**

The period of duration for the Limited Liability Company shall be:

**Perpetual**

#### **ARTICLE IV - Management:**

☐ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

☒ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

**Harry H. Schoennagel  
4268 25th Avenue Southwest  
Naples, Florida 33999**

**Mark M. Schoennagel  
4268 25th Avenue Southwest  
Naples, Florida 33999**

**Ralph W. Schoennagel  
7441 Wayne Avenue  
Apartment 11N  
Miami Beach, Florida 33141**

#### **ARTICLE V - Admission of Additional Members:**

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

**A new member, who shall have the same rights and privileges as all existing members, unless at that time that a new member is to be admitted a 100% vote of all current members decides to, in writing, either expand or contract those rights and privileges, can be admitted only by a 100% vote, in writing, of all current members. A new member shall have an interest in the company equal to a ratio the numerator of which is the capital contribution of the new member and the denominator of which is the total capital contributions of all members.**

#### **ARTICLE VI - Members Rights to Continue Business:**

The right, if given, of the remaining members of the limited liability company to continue the business on 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 Limited Liability Company shall be:

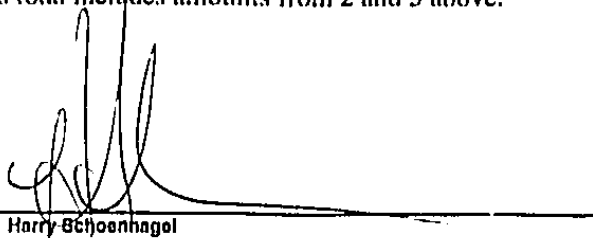
**The remaining members have the right to continue, or dissolve, the Limited Liability Company, provided there is a 100% vote to do so, of all continuing/surviving members.**

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of **IMAGINE THAT PRODUCTIONS, L.C.** deposes and says:

- 1) the above named limited liability company has at least two members.
- 2) the total amount of cash contributed by the member(s) is **\$20,100.00**.
- 3) if any, the agreed value of property other than cash contributed by members(s) is **\$80,114.85**. A description of the property is attached and made a part hereto. (See Attachment A)
- 4) the total amount of cash or property anticipated to be contributed by members(s) is **\$100,214.85**. This total includes amounts from 2 and 3 above.

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\$ JUL 26 PM 3:54  
CLERK OF DISTRICT COURT  
JUL 26 2004



Harry Schoenhagel

Signature of a member or authorized representative of a member.  
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

## **ATTACHMENT A**

### **MEMBER CONTRIBUTED PROPERTY - EQUIPMENT LISTING**

- Silicon Graphics Indigo 2 extreme computer workstation
- PowerUser external 1 gigabyte hardrive
- Wacom graphics tablet
- Apple Macintosh Centris 650
- Radius Pivot monitor
- Hewlett-Packard Scanjet IIc
- Gateway 2000 P5-66 computer system
- Gateway 2000 P5-90 computer system
- DTK 486-66 computer system
- Calcomp graphics tablet
- Goldstar 3DO multimedia player
- Sony STR-AV1070 receiver/amplifier
- Sony CDP-C435 compact disk player
- Toshiba video monitor
- Sharp HI8 video camera
- Panasonic AG-1830 Super VHS HiFi VTR
- Sony SLO-420 Beta VTR
- JVC TDX-321 cassette deck
- Klipsch studio monitors
- Various pieces of computer hardware
- Various pieces of computer software

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**FILED**

JUL 26 PM 3:54

STATE  
TALLAHASSEE, FLORIDA

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:

**IMAGINE THAT PRODUCTIONS, L.C.**

2. The name and address of the registered agent and office is:

**Harry H. Schoennagel  
4268 25th Avenue Southwest  
Naples, Florida 33999.7020**

*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 registered agent.*

  
\_\_\_\_\_  
Harry Schoennagel

*21 July 95*  
\_\_\_\_\_  
(Date)

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

APPROVED  
AND  
FILED

1996 JUL 31 AM 8:03

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY  
ANNUAL REPORT  
1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morham  
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 #L95000000574

IMAGINE THAT PRODUCTIONS, L.C.  
4268 25TH AVENUE SOUTHWEST  
NAPLES FL 33999-7020

1a. Principal Place of Business Address

4268 25TH AVENUE SOUTHWEST  
NAPLES FL 33999

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

2 Principal Place of Business

SAME

2a. Mailing Address

SAME

Suite, Apt. #, etc.

Suite, Apt. #, etc.

City & State

City & State

Zip

Country

Zip

Country

3. Date Organized or Qualified

07/26/1995

3a. State of Formation

FL

4. FEI Number

65-0600482

☐ Applied For

☐ Not Applicable

5. Date of Last Report

6. Certificate of Status Desired

7. Name and Address of Current Registered Agent

SCHOENNAGEL, HARRY H  
4268 25TH AVENUE SOUTHWEST  
NAPLES FL 33999

8. Name and Address of New Registered Agent

Name

SAME

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

Suite, Apt. #, etc.

City

00000191 1500

-08/02/98 01037--015

\*\$263.75 \*\*\*\*263.75

9. Pursuant to the provisions of Sections 608.410 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

(Registered Agent Accepting Appointment) (X) (X) Registered Agent signature required when translating

DATE

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MEM	SCHOENNAGEL, HARRY H	4268 25TH AVENUE SOUTHWEST	NAPLES FL
MEM	SCHOENNAGEL, MARK M	4268 25TH AVENUE SOUTHWEST	NAPLES FL
MEM	SCHOENNAGEL, RALPH W	7441 WAYNE AVE APT 11N	MIAMI BEACH FL

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:

24 July 96 941-455-2547