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MANUEL ALONSO-POCH P.A.

ATTORNEYS AT LAW

SUITE 1170

2100 PONCE DE LEON BOULEVARD  
CORAL GABLES, FLORIDA 33134

AREA CODE (305) 448-4083  
FAX (305) 443-0803

August 7, 1996

VIA FEDERAL EXPRESS

SECRETARY OF STATE  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

ATTN: Beth Register

000001922400  
-08/14/96--01100--010  
\*\*\*\*337.50 \*\*\*\*337.50

Re: Filing Articles of Organization for  
KID STATION II, L.C.

Dear Ms. Register:

Enclosed please find the original Articles of Organization  
for Kid Station II, L.C.

Also, enclosed is our check in the amount of \$337.50 which  
represents your filing fees. A self-addressed pre-paid Federal  
Express envelope is also enclosed for you convenience.

Your attention in this matter is greatly appreciated.

Sincerely,

MANUEL ALONSO-POCH, P.A.

*Elizabeth D. Tannebaum*  
Elizabeth D. Tannebaum, Esq.

Enclosures  
EDT/lt

96-019\secst.ltr

*Some people  
have M17000*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. REGISTER AUG 13 1996

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
KID STATION II, L.C.,  
A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I**

The name of this limited liability company shall be KID STATION II, L.C.

**ARTICLE II**

Duration

This limited liability company shall have a period of duration of thirty (30) years from the date of filing these Articles of Organization with the Florida Department of State, unless earlier terminated as provided by law.

**ARTICLE III**

Purpose

This limited liability company shall have the authority to engage in any activity or business permitted under the laws of the United States, the State of Florida, and the laws of any other jurisdiction wherein it may conduct business.

**ARTICLE IV**

Address

The address of the place of business of this limited liability company shall be:

3691 S.W. 14th Street  
Miami, Florida 33145

## ARTICLE V

### Registered Agent

The name and address of the initial registered agent of this limited liability company shall be:

Alina Montenegro  
3691 S.W. 14th Street  
Miami, Florida 33145

## ARTICLE VI

### Contributions

The amount of cash and the description and agreed value of other property contributed by the members to the capital of this limited liability company are:

Cash:	\$ 10,000.00
Furniture, Fixtures, Leasehold Improvements, Equipment Inventory, Goodwill, Deposits:	0.00
Total Contributions to Capital:	\$ 10,000.00

## ARTICLE VII

### Additional Contributions

The members shall make additional capital contributions at such times and in such amounts as may from time to time be agreed upon by the consent of not less than fifty-one percent (51%) of the ownership in this company.

## ARTICLE VIII

### Additional Members

The members of this limited liability company may admit additional members only upon the consent of not less than fifty-one percent (51%) of the ownership interests of then existing members.

## ARTICLE IX

### Continuation of the Business

The remaining members of this limited liability company shall have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any other member of this limited liability company, or upon the occurrence of any other event which would terminate the continued membership of a member in this limited liability company.

## ARTICLE X

### Managers

This limited liability company shall initially have two (2) managers. Management of this limited liability company shall be vested in its managers, provided, however, that no debt shall be contracted nor liability incurred by or on behalf of this company except by written agreement signed on behalf of the company by no less than two (2) of its managers. The members may, from time to time and at any time, change the number of managers of this limited liability company by written agreement of the members holding not less than fifty-one percent (51%) of the ownership interests in this limited liability company, provided, however, that there shall always be at least one manager. The manager(s) need not be a citizen of the United States of America, or a resident of the State of Florida, or a member of the limited liability company. The names and addresses of the first managers to serve the first annual meeting of members or until their successors are elected and qualify are:

Name:

Address:

Alina Montenegro

3691 S.W. 14th Street  
Miami, Florida 33145

A vote of the members holding not less than fifty-one percent (51%) of the ownership interests of this limited liability company may terminate any existing manager(s) of the company.

## ARTICLE XI

### Regulations of the Company

The power to adopt, alter, amend, or repeal the Regulations of this limited liability company shall be vested in the members of the company and the vote shall be by the members holding not less than fifty-one percent (51%) of the ownership interests in the company.

ARTICLE XII

Voting

Votes of the members shall be in proportion to their contributions to the capital of the limited liability company, as adjusted from time to time to properly reflect any additional contributions or withdrawals. In the event of any conflict between the provisions of the regulations of this limited liability company and these Articles of Organization, the provisions of these Articles of Organization shall prevail.

The undersigned, being the initial subscribers of these Articles of Organization, for the purpose of forming a limited liability company pursuant to Chapter 608 of the Florida Statutes, do make, subscribe, acknowledge, and file these Articles of Organization hereby declaring and certifying that the articles herein stated are correct.

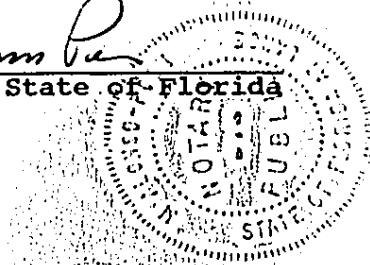
Alina R. Montenegro  
ALINA MONTENEGRO

STATE OF FLORIDA    )  
                              ) SS  
COUNTY OF DADE     )

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, appeared ALINA MONTENEGRO, President of KID STATION II, L.C., ( ☒ ) who is personally known to me or (        ) who produced \_\_\_\_\_ as identification, who did take an oath and acknowledged that they executed these Articles of Organization for the purposes herein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this 29th day of July, 1996.

Alina R. Montenegro  
NOTARY PUBLIC, State of Florida



My commission expires: 4/17/2001

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ACCEPTANCE OF APPOINTMENT BY SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

REGISTERED AGENT OF

KID STATION II, L.C.

Having been named as the Registered Agent for the above named company, I heroby agree to act in such capacity and to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Alina A. Montenegro  
ALINA MONTENEGRO

Date: 7/27/76

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

**OF**

**KID STATION II, L.C.**

FILED  
96 AUG 12 AM 7:48  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA )  
                              ) SS  
COUNTY OF DADE )

**BEFORE ME**, a Notary Public of the State of Florida, appeared **ALINA MONTENEGRO**, President of **KID STATION II, L.C.**, who is personally known to me, who did take an oath, and who upon being first duly sworn according to law, deposes and says:

1. That the above named limited liability company has at least two members.
2. That the total amount of cash contributed by the members is \$10,000.00.
3. The agreed value of property other than cash contributed by members is \$ 0.00. A description of the property is attached and made a part hereto.
4. The total amount of cash or property anticipated to be contributed by members is \$10,00.000. This total includes amounts from 2 and 3 above.

**FURTHER AFFIANT SAYETH NOT.**

*Alina Montenegro*  
**ALINA MONTENEGRO, President**

**SWORN TO AND SUBSCRIBED** before me in the county and state aforesaid on this 2nd day of July, 1996.

*[Signature]*  
**NOTARY PUBLIC, State of Florida**  
**at Large**

My commission expires: 4/17/2001