

L96000001156

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-0311 FAX

800-342-8686



ACCOUNT NO. : 072100000032

REFERENCE : 141371 84107A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : November 1, 1996

ORDER TIME : 12:15 PM

ORDER NO. : 141371-005

CUSTOMER NO: 84107A

CUSTOMER: Cheryl R. Kraus, Esq
CHERYL R. KRAUS, ESQ

Suite 201, First Union Bldg.
1100 Fifth Avenue, South
Naples, FL 33940

EFFECTIVE DATE
10-31-96

300001999593---2
-11/07/96--01038--012
****285.00 ****285.00

DOMESTIC FILING

NAME: SANTA FE STUDIO, L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

FILED
96 NOV -1 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 NOV -1 PM 1:21
DIVISION OF CORPORATION

11-4-96
KR

ARTICLES OF ORGANIZATION

OF

SANTA FE STUDIO, L.C.

EFFECTIVE DATE
10-31-96

FILED
96 NOV -1 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I

NAME - The name of the limited liability company shall be SANTA FE STUDIO, L.C. ("Company"). The principal place of business of the Company in Florida shall be Naples, Florida.

ARTICLE II

DURATION - The Company shall commence its existence on October 31, 1996. The Company's existence shall be perpetual, unless the Company is earlier dissolved or terminated as provided in these Articles of Organization.

ARTICLE III

PURPOSES AND POWERS - The general purpose for which the Company is organized is to engage and transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV

MAILING ADDRESS AND STREET ADDRESS - The mailing and street address of the principal office of the Company is 300 Pirates Bight, Naples, Florida 34103.

ARTICLE V

REGISTERED OFFICE AND AGENT - The name and address of the registered agent of the Company in the state of Florida is Larry Portner, 300 Pirates Bight, Naples, Florida 34103.

ARTICLE VI

CAPITAL CONTRIBUTIONS - The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A".

ARTICLE VII

ADDITIONAL CAPITAL CONTRIBUTIONS - Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

ARTICLE VIII

ADMISSION OF NEW MEMBERS - No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE IX

TERMINATION OF EXISTENCE - The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of the member, or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE X

MANAGEMENT - The Company shall be managed by a manager in accordance with the regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with the law or these Articles of Organization. The name and address of the initial manager of the Company is Larry Portner, 300 Pirates Bight, Naples, Florida 34103.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Organization at Naples, Florida, for the foregoing used and purposes this 31st day of October, 1996.

Larry Portner
Larry Portner, Member

STATE OF FLORIDA
COUNTY OF COLLIER

Before me personally appeared Larry Portner, who upon being duly sworn states that he is a member of the above limited liability company and that he subscribed the above Articles of Organization. He freely and voluntarily acknowledged before me according to law that he made the same for the uses and purposes mentioned and set forth in the Articles. He is (choose one) ☐ personally known to me or ☐ produced _____ for identification and did take an oath.

(SEAL)

Cheryl R Kraus
Notary Public - State of Florida
Print name: CHERYL R KRAUS
My Commission Expires: 5/22/99



CHERYL R KRAUS
Commission CC488048
Expires May 22, 1999
Bonded by HAI
800-422-1886



CHERYL R KRAUS
My Commission CC488048
Expires May 22, 1999
Bonded by HAI
800-422-1886

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION

STATE OF FLORIDA
COUNTY OF COLLIER

In compliance with Florida Statue section 608.407 (2), the undersigned authorized representative of a member of Santa Fe Studio, L.C., (the "Company"), deposes and says:

1. The Company identified above has at least two members.
2. The total amount of cash contributed by the members is \$100,000.00.
3. If any, the agreed value of property other than cash contributed by the members is \$0.
4. The total amount of cash or property anticipated to be contribute by the members is \$100,000.00. This total includes the amounts from 2 and 3 above.

Under penalties of perjury I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

Larry Portner
Larry Portner Member

This 31st day of October, 1996.

The foregoing instrument was acknowledged before me this 31st day of October, 1996, by Larry Portner as a Member of Santa Fe Studio, L.C., a limited liability company. He is (choose one) ☒ personally known to me or ☐ produced _____ for identification and did take an oath.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal this 31st day of October, 1996.

(SEAL)



CHERYL R. TRAUB
My Commission CGA98048
Expires May. 22, 1998
Bonded by HAI
800-422-1555

Cheryl R. Traub
Notary Public - State of Florida
Print name: CHERYL R. TRAUB
My Commission Expires: 5/22/98

EXHIBIT "A"

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

**STATE OF FLORIDA
COUNTY OF COLLIER**

Pursuant to the provisions of Sections 608.415 and 608.407 (1) (d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is Santa Fe Studio, L.C.

The name of the registered agent for Santa Fe Studio, L.C. is Larry Portner and the street address of the company's principal office where the agent is located is 300 Pirates Bight, Naples, Florida 34103.

This statement is to acknowledge that, as indicated above, Santa Fe Studio, L.C. has appointed me, Larry Portner, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

This 31st day of October, 1996

Larry Portner
Larry Portner, Registered Agent

The foregoing instrument was acknowledged before me this 31 day of October, 1996, by Larry Portner, agent on behalf of Santa Fe Studio, L.C., a limited liability company. He is (choose one) ☒ personally known to me or ☐ produced _____ for identification and did take an oath.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal this 31st day of October, 1996.



CHERYL R. KRAUS
My Commission CC486045
Expires May. 22, 1999
Bonded by HAI
800-422-1555

(SEAL)

Cheryl R. Kraus
Notary Public - State of Florida
Print name: CHERYL R. KRAUS
My Commission Expires: 5/22/99