

L97000000432

TRANSMITTAL LETTER
FOR FLORIDA LIMITED LIABILITY COMPANY

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 21 PM 12:17

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: DreamSeekers Creative Services, L.C.
(Proposed limited liability company name - must include suffix)

Enclosed is an original and one (1) copy.

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-04/21/97--01077--002
****293.75 ****293.75

Filing fee for articles of organization of Florida Limited Liability Company:

\$250.00 Filing fee for Articles of Organization and Affidavit
\$ 35.00 Designation of Registered Agent

A letter of acknowledgement will be issued free of charge upon filing. Please submit an additional \$8.75 if a certificate of status is needed. The fee for a certified copy is \$52.50. Please send one check for the total amount made payable to the Florida Department of State.

FROM: Carol Colvin
Name (Printed or typed)

6970 NW 136th Street #502
Address

Miami, FL 33015
City, State & Zip

(305) 556-5051
Daytime Telephone number

D. BROWN APR 22 1997

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ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY

ARTICLE I - NAME

The name of the Limited Liability Company is:
DreamSeekers Creative Services, L.C.

ARTICLE II - ADDRESS

The mailing address and street address for the principal
of DreamSeekers Creative Services, L.C. is: 6970 N.W. 186th
Street #502 Miami, Florida 33015.

ARTICLE III - DURATION

The period of duration for DreamSeekers Creative
Services, L.C. shall be until the death of all the original
members, unless the Company is continued by the original
members' heirs and assigns pursuant to the rules set forth in
the Organizational Regulations.

ARTICLE IV - MANAGEMENT

DreamSeekers Creative Services, L.C. shall be managed by
the following members and the names of and addresses of the
managing members are:

- (1) Carol Colvin 6970 N.W. 186th Street #502
Miami, Florida 33015.

AND

- (2) Michael Colvin 6970 N.W. 186th Street #502
Miami, Florida 33015.

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

The right, if given by the Organizational Regulations, of the original members of DreamSeekers Creative Services, L.C. to admit additional members shall be done strictly in accordance with the rules set forth in the Organizational Regulations.

ARTICLE VI - MEMBERS RIGHT TO CONTINUE BUSINESS

The right, if given by the Organizational Regulations, of any remaining members of DreamSeekers Creative Services, L.C. to continue the business on the death, retirement, resignation expulsion, bankruptcy, dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in DreamSeekers Creative Services, L.C. shall be done strictly in accordance with the rules set forth in the Organizational Regulations.

EXECUTION

The Articles of Organization are hereby executed by
the undersigned member of DreamSeekers Creative
Services, L.C. on this 16 day of April 1997.

Carol Colvin

Carol Colvin Member of DreamSeekers Creative
Services, L.C.

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS.

The undersigned member, Carol Colvin, deposes and says:

- 1). The above named Limited Liability Company,
(DreamSeekers Creative Services, L.C.),
has at least two members.
- 2). The total amount of cash contributed by the
members is nine hundred ninety dollars and
forty-six cents. \$990.46
- 3). The agreed value of property, other than cash,
contributed by the member(s) is one hundred
ninety-nine thousand, nine dollars and fifty-four
cents. \$199,009.54

A description of the property is attached and made a part
hereto.

- 4). The agreed value of contributions, other than cash,
anticipated to be contributed by several members in
the form of services rendered and an obligation to
perform services is two hundred thousand dollars.

\$200,000.00

- 5). The total amounts of 2,3, and 4 is: \$400,00.00



Carol Colvin Member of DreamSeekers
Creative Services, L.C.

DREAMSEEKERS CREATIVE SERVICES, LC. CONTRIBUTED PROPERTY

- 1 - TASCAM 388 8-TRACK RECORDER
- 1 - TASCAM PORTA ONE 4-TRACK CASSETTE RECORDER
- 1 - TEAC A-1250S REEL TO REEL
- 1 - TEAC X-2000R REEL TO REEL
- 1 - SONY TC-280 REEL TO REEL
- 1 - SONY TC-650 REEL TO REEL
- 1 - SANYO RDW-41A DUAL CASSETTE RECORDER
- 1 - YAMAHA MM-1402 MIXER
- 1 - SONY C225 CD PLAYER
- 1 - YAMAHA RX-211 DRUM MACHINE
- 1 - CASIO R21 DRUM MACHINE
- 1 - SONY MDR-V6 HEADPHONES
- 1 - SENNHEISER MD421-U-5 MICROPHONE
- 1 - SONY SLV640HF VIDEO CASSETTE RECORDER
- 1 - PEAVY CS-400 AMP
- 1 - LINEARTECH L100 AMP
- 1 - APHEX 107 MICROPHONE PRE-AMP
- 1 - DBX DAV-600G ROUTE SELECTOR
- 1 - SOUNDShAPER SS-115 EQUALIZER
- 1 - DOD R-330 EQUALIZER
- 1 - ART FXR ELITE PROCESSOR
- 1 - SHARP VIDEO CAMCORDER
- 1 - CASIO CT-120 KEYBOARD
- 1 - YAMAHA SHS-10 KEYBOARD
- 1 - KORG POLY-800 KEYBOARD SYNTHESIZER
- 1 - ROLAND SYNTHESIZER
- 1 - TECHNICS MK1200 TURNTABLE
- 2 - PIONEER QUARTEX 70 SPEAKERS
- 2 - SONY SS330 SPEAKERS
- 1 - AIWA CSD-XL33U BOOMBOX
- 2 - FIDELIPAC TAPE ERASERS
- 1 - SHARP RT1155 CASSETTE DECK
- 3 - BOXES OF VARIOUS PATCH CORDS, SPEAKER WIRE, MIDI CABLES, MIC CABLES, STANDS & GOOSENECKS
- 1 - BROTHER WP-3400 WORD PROCESSOR
- 1 - BROTHER MFC-1750 FAX MACHINE
- 1 - 486 COMPUTER/KEYBOARD/MONITOR
- 2 - 6' x 6' x 12" BOOKSHELVES (RECORD STORAGE)
- 1 - 6' x 5' x 12" BOOKSHELF (RECORD STORAGE)
- 2 - 6' x 6' x 6" BOOKSHELVES (CD STORAGE)
- 1 - 6' x 6' x 6" BOOKSHELF (VIDEO STORAGE)
- 1 - 4' x 2' x 6" BOOKSHELF (CD & VIDEO STORAGE)
- 1 - 8' x 3' x 6" BOOKSHELF (CASSETTE STORAGE)
- 1 - 6' x 6' x 6" BOOKSHELF (CD & VIDEO STORAGE)
- 1 - 26" x 40" x 12" BOOKSHELF (BOOKS & MAGAZINES)
- 1 - 32" x 33" x 12" BOOKSHELF (RECORD STORAGE)
- 1 - 2' x 2' x 6" BOOKSHELF (CD STORAGE)
- 1 - 17" x 18" x 21" BOOKSHELF (BOOKS)
- 1 - 12' x 30" FOLDING TABLE
- 1 - 6' x 29" x 48" STANDING TABLE

DREAMSEEKERS CREATIVE SERVICES, LC. CONTRIBUTED PROPERTY CONT.

1 - 48" x 39" x 24" DESK
1 - 42" x 28" x 18" DESK
2 - 18" x 15" x 28" 2-DRAWER FILE CABINETS
1 - 18" x 15" x 40" 3-DRAWER FILE CABINETS
1 - VOGEL PETERSON MID BACK MANAGERS CHAIR
6,221 ALBUMS
3,505 CDS
1,217 CASSETTES
286 VIDEOS
92 BOOKS

DESCRIPTION OF CONTRIBUTED PROPERTY

STUDIO EQUIPMENT

OFFICE EQUIPMENT

OFFICE FURNITURE

PRODUCTION MATERIAL

RESEARCH MATERIAL

THE AGREED VALUE OF CONTRIBUTED PROPERTY = \$ 199,009.54

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or
608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED
LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN
THE STATE OF FLORIDA.

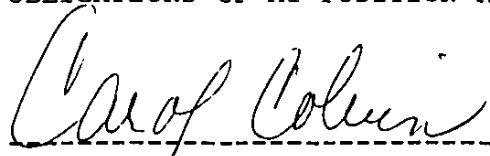
1. The name of the limited liability company is:
DreamSeekers Creative Services, L.C.
2. The name and address of the registered agent and office
is:

Carol Colvin

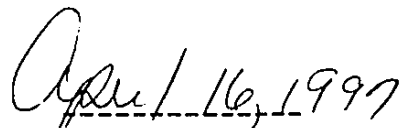
6970 N.W. 186th Street #502

Miami, Florida 33015

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATE 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.



Carol Colvin



Date