

L970000000474

TRANSMITTAL LETTER
FOR FLORIDA LIMITED LIABILITY COMPANY

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

100002140991--6
-04/11/97--01109--001
****293.75 ****293.75

SUBJECT: Regal Development Company, L.C.
(Proposed limited liability company name - must include

Enclosed is an original and one (1) copy of the articles of organization and a check for:

\$293.75
Filing Fee,
Registered Agent
Designation &
Certificate

FROM: Allan Fulsher
(Printed or typed)

Address P.O. Box 1629
City, State & Zip Tampa, FL 33601

Daytime Telephone Number (813) 275-0300

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -2 PM 2:22

w97-8703

NOTE: Please provide the original and one copy of the articles.

Eg MOKAKAD GAVE
AUTHORIZATION BY PHONE TO By R.A. Sig.
CORRECT write name
DATE 5-2-97
DOC. EXAM. VW

WU 5-2-97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 15, 1997

ALLAN FULSHER
P.O. BOX 1629
TAMPA, FL 33601

SUBJECT: REGAL DEVELOPMENT COMPANY, L.C.
Ref. Number: W97000008703

We have received your document for REGAL DEVELOPMENT COMPANY, L.C. and your check(s) totaling \$293.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Vickie Whitfield
Corporate Specialist

Letter Number: 697A00018947

FILED
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DIVISION OF CORPORATIONS
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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Regal Holding Group , L.C.

ARTICLE II - Address:

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

P.O. BOX 1629
Tampa, FL 33601
2104 Belle Chase Circle
Tampa, FL 33634

ARTICLE III - Duration:

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

30 Years from filing of the articles.

ARTICLE IV - Management:

(check and complete the appropriate statement)

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:

Richard Ligon, 21302 Bull Head, Huntington Beach, CA 92646
Allan Fulsher, 9725 SW Beaverton Hillsdale Hwy, Suite 350, Portland, OR 97005-3366

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:

The addition of any member in this Company must be with the consent of all of the 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 members shall have the right to unanimously elect to continue the business within 90 days of the occurrence of the above events.

NOTE: If no provisions are to be made in Article V and VI remove this page before submitting for filing with the Department of State.

**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 STATE IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

Regal Holding Group, L.C.

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

MagicVision, Inc.

2104 Belle Chase Circle
Tampa, FL 33621

FILED
CLERK OF STATE
TAMPA, FLORIDA
97 MAY -2 PM 2:23

*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*

MAGICVISION, INC.

[Signature]
(Signature)

Ed. D. [Signature] - Director

4/8/1997
(Date)

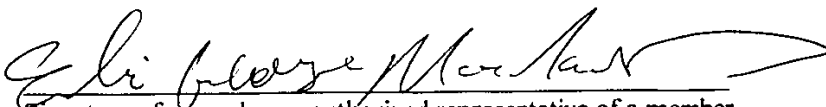
Filing Fee: \$ 35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of

The Group, LLC and Imperial Group, LLC 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 \$ 0
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 669,778.00
- 5) the total amount of 2, 3, and 4 is \$ 669,778.00



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.)