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Robin Powerl Phone (813) 877-4357

LAW GFCs STEVEN P RILEY PA

3333 HENDERSON BLVD STE 150

Office Use Only

TAMPA State FL 33609

(S), (if known):

1. JAX Professional Soccer, L.L.C. (Corporation Name) (Document #)
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Steven Riley's Secretary
GAVE Christian
AUTHORIZATION BY PHONE TO
CORRECT Same principle
DATE 8/22/97
BSPB

AUG 22
W97-19480
2544, 2553, 1127



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 22, 1997

STEVEN P. RILEY, ESQUIRE
3333 HENDERSON BLVD.
SUITE 150
TAMPA, FL 33609

SUBJECT: JAX PROFESSIONAL SOCCER, L.L.C.
Ref. Number: W97000019480

We have received your document for JAX PROFESSIONAL SOCCER, L.L.C. and check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

Please return the original and one copy of 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 (850) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 997A00042509

FILED

**ARTICLES OF ORGANIZATION OF
JAX PROFESSIONAL SOCCER, L.L.C.**

97 SEP -3 AM 8:44

**SECRETARY OF STATE
TALLAHASSEE FLORIDA**

ARTICLE I

Name

The name of the limited liability company ("Company") is Jax Professional Soccer, L.L.C.

ARTICLE II

Address

The mailing and street address of the Company's principal office is 11007 N. 56TH Street, Suite 202, Tampa, Florida, 33687-6565.

ARTICLE III

Duration

The period of duration for the Company is perpetual.

ARTICLE IV

Registered Agent and Office

The name of Company's initial registered agent in Florida is Steven P. Riley, Esquire, Law Offices of Steven P. Riley, P.A. The address of Company's registered office in Florida is 3333 Henderson Blvd., Suite 150, Tampa, Florida, 33609-2938.

ARTICLE V

Management

The Company is to be managed by Posso International Promotions, Inc. The initial manager will serve until the first annual meeting of the members. The initial manager is identified as follows:

Luis Felipe Posso, whose address is 11007 N. 56th Street, Suite 202, Tampa, Florida 33687-6565.

ARTICLE VI

Admission of New Members

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing

members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE VII

The remaining members of the Company have the right 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 Company. The business may be continued only on the unanimous written consent of the remaining members.

ARTICLE VIII

Additional Provisions

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the managers listed in Article VII.

IN WITNESS WHEREOF, we have executed these Articles of Organization on this
20th day of AUGUST, 1997 at Tampa, Florida.



LUIS FELIPE POSSO

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of

Jax Professional Soccer, L.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 members is \$1,000,000.

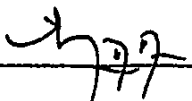
(3) If any, the agreed value of property other than cash contributed
by members is \$1,000,000.

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 \$ 500,000.

(5) The total including amounts from 2, 3 and 4 is \$2,500,000

In accordance with Section 608.408(3), Florida Statutes, this execution of this affidavit constitutes an affirmation under penalties of perjury that the facts stated here are true.



Luis Posso

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 designating the registered office/registered agent, in the State of Florida:

- (1) The name of the limited liability company is: Jax Professional Soccer, L.L.C.
- (2) The name and address of the registered agent and office is:

Steven P. Riley


Law Offices of Steven P. Riley, P.A.

3333 Henderson Blvd., Suite 150

Tampa, Florida 33609.

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97 SEP -3 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above-named 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.


STEVEN P. RILEY, ESQUIRE

AUG 25, 1997
DATE