

L 970000001359



GLOBAL MUSIC NETWORK

November 14, 1997

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

Attn: New Filing Section

To Whom It May Concern:

Please accept this check in the amount of \$337.50 which will cover the cost of filing the attached Articles of Organization of Global Music Network Miami, L.C.

Sincerely,

Sam Winer  
President  
Global Music Network, Inc.

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TALLAHASSEE, FLORIDA

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Acknowledgement	
W. P. Verifier	



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

November 24, 1997

SAM WINER  
GLOBAL MUSIC NETWORK  
251 WINDWARD PASSAGE, SUITE F  
CLEARWATER, FL 33767

SUBJECT: GLOBAL MUSIC NETWORK MIAMI, L.C.  
Ref. Number: W97000026391

We have received your document for GLOBAL MUSIC NETWORK MIAMI, L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

The affidavit of membership must state that there are at least two members.,

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 (850) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 097A00056050

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**ARTICLES OF ORGANIZATION**  
**OF**  
**GLOBAL MUSIC NETWORK MIAMI, L.C.**

**ARTICLE I**  
**NAME**

The name of this Limited Liability Company is GLOBAL MUSIC NETWORK MIAMI, L.C.

**ARTICLE II**  
**TERM**

The term of existence of this Limited Liability Company is perpetual.

**ARTICLE III**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

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

251 Windward Passage  
Clearwater, Florida 33767.

**ARTICLE IV**  
**REGISTERED OFFICE AND AGENT**

The name and address of the initial registered agent of this Limited Liability Company is as follows:

ROBERT E. WIGGINS, ESQUIRE  
Sein Professional Center  
36402 U.S. Highway 19 N.  
Palm Harbor, FL 34684

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**ARTICLE V  
ADDITIONAL MEMBERS**

No right is granted herein to admit additional members to this Limited Liability Company unless a member shall die, retire, resign, be involuntarily removed, declare bankruptcy, or be dissolved. Any new member must be financially qualified, with a minimum net worth of one million dollars (\$1,000,000.00), and must invest a minimum of ten thousand dollars (\$10,000.00).

**ARTICLE VI  
CONTINUATION OF BUSINESS AFTER DEATH OR  
TERMINATION OF CONTINUED MEMBERSHIP OF MEMBER**

Upon 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 this Limited Liability Company, the remaining members hereto shall have the right to continue the business of the Limited Liability Company.

**ARTICLE VII  
MANAGEMENT OF LIMITED LIABILITY COMPANY**

This Limited Liability Company will be managed by a manager. This Limited Liability Company shall have one (1) Manager initially. The number of Managers may be either increased or diminished from time to time by vote of the Members but shall never be less than one (1). The name and address of the initial Manager of this Corporation, who shall serve until his successor is elected and have qualified or until his removal is as follows:

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**NAME**

SAM WINER President  
Global Music Network, Inc.

**ADDRESS**

251 Windward Passage  
Clearwater, Florida 33767

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**ARTICLE VIII  
PURPOSE**

This Limited Liability Company is organized to transact any and all lawful business for which limited liability companies may be organized under Chapter 608, Florida Statutes.

**ARTICLE IX  
INDEMNIFICATION**

Any managing member, manager, officer, employee or agent of this Limited Liability Company, serving this Limited Liability Company at its request, shall be indemnified by this Limited Liability Company against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being of having been a managing member, manager, officer, employee or agent of this Limited Liability Company, or by reason of his serving or having served this Limited Liability Company at its request, whether or not he is a managing member, manager, officer, employee or agent who is serving at the time such expenses or liabilities are incurred; provided that in such cases wherein the managing member, manager, officer, employee or agent is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties and also in the event of a settlement, before entry of judgment, the indemnification herein shall apply only when the Member approve such settlement and reimbursement

as being in the best interests of this Limited Liability Company. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which that person may be entitled.

## ARTICLE X AMENDMENTS

Amendments or Restatements to the Articles of Organization shall be made as set forth in F.S. § 608.411, and shall be first adopted in resolution form by majority vote of the Members

IN WITNESS WHEREOF, these Articles of Organization are hereby executed by Member SAM WINER, who has hereunto affixed his signature on this 18 day of November, 1997.



SAM WINER, President  
Global Music Network Inc. , Member

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA        ]

COUNTY OF PINELLAS    ]

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared SAM WINER, who is personally known to me and who executed the foregoing instrument for the purposes therein expressed.

Witness my hand and official seal in the County and State last aforesaid this 18<sup>th</sup> day of November, 1997.

*Kathy A. Knowles*

**NOTARY PUBLIC** State of Florida  
**My Commission Expires:**

KATHY A. KNOWLES  
NOTARY PUBLIC, STATE OF FLORIDA  
MY COMM. EXP. DECEMBER 18, 1999  
COMM. # CC 519096

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT**

I, ROBERT E. WIGGINS, as Registered Agent for GLOBAL MUSIC NETWORK MIAMI, L.C., do hereby agree to accept Service of Process on behalf of the Corporation, to keep my office located at Sein Professional Center, 36402 U.S. Highway 19 N. Palm Harbor, Florida 34684, open during prescribed hours; and to post my name in some conspicuous place in the above-stated office as required by law. Further, I am familiar with, and accept, the obligations of that position.

DATED: November 10, 1997.

*Robert E. Wiggins*

**ROBERT E. WIGGINS**  
Registered Agent

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TALLAHASSEE, FLORIDA



**AFFIDAVIT**

STATE OF FLORIDA

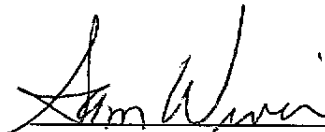
COUNTY OF PINELLAS

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TALLAHASSEE, FLORIDA

SAM WINER, being first duly sworn, according to the law by the undersigned authority,  
deposes and states as follows:

1. That I am the President of Global Music Network, Inc. Global Music Network, Inc.  
is the Managing Member of GLOBAL MUSIC NETWORK MIAMI, L.C. As such,  
I have knowledge of the matters set forth herein.
2. That this Limited Liability Company has 40 members.
3. That a schedule of the amount of cash and a description and agreed value of property  
other than cash contributed by the members and the amount, if any, anticipated to be  
contributed by the members is attached hereto.

**FURTHER AFFIANT SAYETH NAUGHT.**



SAM WINER, President Global Music Network, Inc.  
Managing Member  
GLOBAL MUSIC NETWORK MIAMI, L.C.

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me by SAM WINER, who is personally  
known to me, and who did take an oath.

SWORN TO AND SUBSCRIBED before me this 18<sup>th</sup> day of November, 1997.



Notary Public

Commission Expires:

KATHY A. KNOWLES  
NOTARY PUBLIC, STATE OF FLORIDA  
MY COMM. EXP DECEMBER 18, 1999  
COMM. # CC 519096

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## Global Music Network Miami, L.C.

Steven Quillman	\$ 10,000.
Alice Morgan	\$ 5,000.
Thomas L. Hamilton	\$ 5,000.
Duane & Sue Lawrence	\$ 10,000.
Edward Trueting	\$ 5,000.
Thelma Waigand	\$140,000.
Henry & Sylvia Leff	\$ 20,000.
Diana & David Vrba	\$ 20,000.
James W. Wolfe	\$ 5,000.
James W. Schettler	\$ 10,000.
Larry J. Koett	\$ 5,000.
Blue S. Shetter	\$ 20,000.
Charles E. Tolliver	\$ 10,000.
L. Vainshtein L.V. Co.	\$ 10,000.
Isabel M. Henault Fam. Trust	\$ 20,000.
Rhonda K. Young	\$ 5,000.
Terry D. Laskowski	\$ 5,000.
Ernest & Dorothy Scherman Rev. Liv. Trst.	\$ 10,000.
Patridge Asset Mgt. Co.	\$ 10,000.
Don Kimbrough & Sharon Wolters	\$ 10,000.
Andre' Stolk	\$ 20,000.
Michael Rogers	\$ 5,000.
Charles E. Couvillion	\$ 5,000.
Wesley F. Hall	\$ 10,000.
Carol J. Barnes	\$ 20,000.
Ruth Lawrence Living Trust	\$ 10,000.
Richard & Doris R.L. Evers Trust	\$ 10,000.
Wanda Donner Estate Pro Trust	\$ 10,000.
Tony Feuer	\$ 10,000.
Thomas D. Wilson	\$ 10,000.
John W. Huetten	\$ 5,000.
Max Lemke	\$ 10,000.
Darryn M. Price	\$ 10,000.
David R. Stark	\$ 10,000.
L. Scott Stillman	\$ 5,000.
Chrys Wolfe Trust	\$ 5,000.
James R. Hebda	<u>\$ 10,000.</u>

Sub-Total      \$500,000.

		Agreed Value of Services
Mediamerica	1 Unit	\$ 10,000.
Jeanette Nohe	.05 Unit	\$ 5,000.
Global Music Network	8 Units	\$ 80,000.
Michael Rogers	.05 Unit	<u>\$ 5,000.</u>
	Sub-Total	\$100,000.

Total      \$600,000.

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