

L98000000357



GLOBAL MUSIC NETWORK

March 20, 1998

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-04/01/98--01013--018
***337.50 ***337.50

Florida Department of State
Tammi Cline
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 23 PM 2:03

Dear Tammi:

Please file the attached Articles of Organization for the Global Music Network – Sacramento. A check in the amount of \$337.50 is attached.

Sincerely,

Sam Winer
President
Global Music Network, Inc.

CORAFLAL
285.00-FF
52.50-CC
L98-357

Name	OR 3-23
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

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GLOBAL MUSIC NETWORK SACRAMENTO, L.C.

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

**ARTICLE I
NAME**

The name of this Limited Liability Company is GLOBAL MUSIC NETWORK SACRAMENTO, 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:

SAM WINER
251 Windward Passage, Suite F
Clearwater, FL 33767

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GLOBAL MUSIC NETWORK SACRAMENTO, L.C.

**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 (\$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.

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**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 Company, who shall serve until his successor is elected and have qualified or until his removal is as follows:

NAME:

SAM WINER, President
Global Music Network, Inc.

ADDRESS:

251 Windward Passage
Clearwater, Florida 33767

GLOBAL MUSIC NETWORK SACRAMENTO, L.C.

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.

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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 or 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 judgement, 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.

GLOBAL MUSIC NETWORK SACRAMENTO, L.C.

IN WITNESS WHEREOF, these Articles of Organization are hereby executed by Member
SAM WINER, who has hereunto affixed his signature on the 20 day of March, 1998.



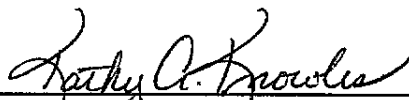
SAM WINER, President

Global Music Network, Inc., Member

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 20th day of
March, 1998.



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

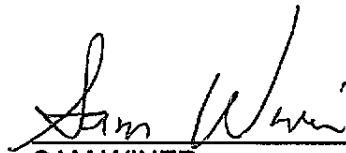
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GLOBAL MUSIC NETWORK SACRAMENTO, L.C.

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

I, SAM WINER, as Registered Agent for GLOBAL MUSIC NETWORK SACRAMENTO, L.C., do hereby agree to accept Service of Process on behalf of the Company, to keep my office located 251 WINDWARD PASSAGE, SUITE F, CLEARWATER, FL 33767 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: March 20, 1998.



SAM WINER
Registered Agent

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GLOBAL MUSIC NETWORK SACRAMENTO, L.C.

AFFIDAVIT

STATE OF FLORIDA
COUNTY OF PINELLAS

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 SACRAMENTO, L.C. As such, I have knowledge of the matters set forth herein.
2. That this Limited Liability Company has ~~38~~ members.
3. That a schedule of the amount of cash and a description and agreed value of property of 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 SACRAMENTO, 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 20th day of March, 1998.


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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GLOBAL MUSIC NETWORK SACRAMENTO, L.C.

Jackie L. Bloemer	\$ 5,000.
Sylvia G. Payne	\$ 50,000.
Ruby H. Cutchin	\$ 10,000.
Susan B. Waterfield	\$ 10,000.
VBJ, Inc.	\$ 10,000.
Georgianna F. Thompson	\$ 10,000.
Jack & Marcella Longnecker	\$ 10,000.
Edward B. Wolf	\$ 10,000.
William J. Shelmon	\$ 10,000.
David Alan White	\$ 10,000.
James R. Furness	\$ 30,000.
Michael P. Shivley	\$ 20,000.
James M. Francois	\$ 20,000.
John R. Dudley	\$ 10,000.
Gerald A. Trent	\$ 10,000.
James D. McDowell	\$ 10,000.
Thomas E. McGlasson	\$ 10,000.
Richard & Heather Franz	\$ 5,000.
Michelle Conviser	\$ 10,000.
Donald & Marjorie Gibboney	\$ 10,000.
Peter J. Rodeschin	\$ 10,000.
Charles R. Hein	\$ 10,000.
Delray & Catherine Schultz	\$ 25,000.
Clyde M. Bartel	\$ 20,000.
John R. & Judy S. Abel	\$ 20,000.
William A. Blount	\$ 40,000.
George A. Brosterhous	\$ 10,000.
Thelma C. Waigand	\$ 15,000.
Ernest Ladd	\$ 20,000.
David Padilla	\$ 10,000.
Diana J. & David Vrba	\$ 10,000.
Donna L. Wilmoth	\$ 10,000.
Jerry Lewis Bradley	\$ 10,000.
Charlene B. Brown	\$ 10,000.
Ronald G. Bruch	\$ 10,000.
Sub Total	\$500,000.

Agreed Value of Services

Mediamerica	1 Unit	\$ 10,000.
Jeanette Nohe	.05 Unit	\$ 5,000.
Global Music Network, Inc.	8.5 Units	\$ 85,000.
Sub Total		\$100,000.

TOTAL \$600,000.

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