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March 27, 1998

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****285.00 ****285.00

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

Re: "Radar International, LLC"

Gentlemen:

Enclosed herewith are original plus 2 copies of articles of incorporation for the above referenced corporation. Also enclosed is our check number 1141, in the amount of \$285.00.

Please contact me should you have any questions or need any additional information.

Very truly yours,


Dottie Brewer

Enclosure

L98-429

Name	AL 43
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgment	
W. P. Verifier	

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**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

ARTICLE I – Name:

The name of the Limited Liability Company is: RADAR INTERNATIONAL, LLC

ARTICLE II – Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 6355 Northwest 36th Street, 3rd Floor, Miami, Florida 33166

ARTICLE III – Duration:

The period of duration for the Limited Liability Company shall be: April 1, 2013

ARTICLE IV – Management:

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

TV Promo International, Inc., 6355 Northwest 36th Street, 3rd Floor, Miami,
Florida 33166

Ideas & Ideas, LLC, ., 6355 Northwest 36th Street, 3rd Floor, Miami, Florida
33166

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 members may admit to the limited liability company one or more additional members who shall participate in the profits, losses, available cash flow, and ownership of the assets of the limited liability company on such terms as are in accordance with the Operating Agreement. Notwithstanding the foregoing, the admission of any such additional member or members shall require the consent of members then holding a majority of the non-transferred profits of the limited liability company. The transfer of any membership interest of the company shall require the approval of the members having a majority of the non-transferred profits.

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 limited liability company shall be dissolved and wound up upon the occurrence of any of the following events:

- a. When the period fixed for the duration of the company expires; or
- b. A determination by the unanimous written agreement of all members; or

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CLERK OF DISTRICT COURT
STATE OF FLORIDA

- c. Upon the death, retirement, withdrawal, resignation, expulsion, bankruptcy, or dissolution of a member or occurrence of any other event which terminates the continued membership of a member in the limited liability company, unless thereafter the limited liability company will have at least two remaining members and either (i) the limited liability company or its remaining members purchase the membership interest of the disassociated member, (ii) the remaining members of the limited liability company holding a majority-in-interest provide written consent for the transfer resulting in the disassociation event by the remaining members holding or (iii) the remaining members of the limited liability company consent in writing to the continuation of business of the limited liability company as provided in Sub-Article 7C below or,
- d. The sale of all or substantially all of the assets of the limited liability company unless members holding a majority-in-interest consent in writing to the continuation of business by limited liability company; or
- e. Upon the death, retirement, withdrawal, resignation, expulsion, bankruptcy or dissolution of a member, or occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members (if more than one) holding a majority-interest shall have the right exercisable by written consent to continue the business of the company.

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

1. The name of the limited liability company is: _____

_____ RADAR INTERNATIONAL, LLC _____

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

_____ Carol Brannon _____

(Name)

_____ 759 South Federal Highway, Suite 319 _____

(P.O. Box not acceptable)

_____ Stuart, FL 34994 _____

(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

Carol Brannon

(Signature)

3/30/98

(Date)

FILING FEE: \$ 35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of RADAR
INTERNATIONAL 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 \$ 1000 -
- 3) if any, the agreed value of property other than cash contributed by member(s) is
 \$ N/A . 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 member(s) is
 \$ 1000 - . This total includes amounts from 2 and 3 above.

Stanley H. Handman

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.)

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 DIVISION