

MAY-26-98 TUE 8:41 AM

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TEX26X98

FLORIDA DIVISION OF CORPORATIONS
9:10 AM PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

((H98000009737 1)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (850)385-6735
(850)561-1025

FAX #:

NAME: BIG MOUTH RECORDS, L.C. AUDIT NUMBER.....H98000009737 DOC
TYPE.....LIMITED LIABILITY COMPANY CERT. OF STATUS..0
PAGES..... 6 CERT. COPIES.....1 DEL.METHOD.. FAX EST.CHARGE..
\$337.50 NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
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** ENTER 'M' FOR MENU. **

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DIVISION OF CORPORATIONS

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**ARTICLES OF ORGANIZATION
of
BIG MOUTH RECORDS, L.C.**

The undersigned, for purposes of organizing a limited liability company in accordance with the Florida Limited Liability Company Act, do hereby state the following:

ARTICLE I. NAME

The name of the limited liability company shall be BIG MOUTH RECORDS, L.C.

ARTICLE II. DURATION

The period of the Company's duration is twenty (20) years from the date of filing the Articles of Organization with the Florida Secretary of State, unless sooner dissolved by the members, unless extended by its members, or as provided by statute.

ARTICLE III. PURPOSE

The purpose for which the Company has been formed is to engage in any lawful act, activity or business not contrary to and for which a limited liability company may be formed under the laws of the State of Florida, and to have and exercise all powers, rights, and privileges conferred by the laws of Florida on limited liability companies, including but not limited to the distribution of music.

ARTICLE IV. OFFICE ADDRESS

The mailing address and street address of the registered office of the Limited Liability Company shall be:

10325 NW 63rd Drive
Parkland, FL 33076

This document prepared by:

M. ADAM BANKIER, ESQUIRE
Florida Bar No. 664737
ELK, BANKIER, PALMER & CHRISTU
4800 North Federal Highway, #200E
Boca Raton, Florida 33431
561-368-8800

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ARTICLE V. MANAGEMENT

This limited liability company shall be managed by one or more managers. The number of managers of this company may be changed in accordance with the regulations of the company. The name and address of the initial managers are as follows:

Hans Moench

10325 NW 63rd Drive
Parkland, FL 33076

Kurt Wipfli

8452 Fredericksburg Rd., #123
San Antonio, TX 78229

ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS

The Company has two (2) or more members. Additional members may be admitted only upon the unanimous consent of the existing members.

ARTICLE VII. CONTINUITY

This Company shall dissolve upon 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 this Company.

ARTICLE VIII. AMENDMENT

This limited liability company reserves the right to amend, alter or repeal any provision contained in these Articles of Organization in accordance with the Florida Limited Liability Company Act.

ARTICLE IX. INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent for this limited liability company and the street address of the initial registered agent are:

HANS MOENCH
10325 NW 63rd Drive
Parkland, FL 33076

IN WITNESS WHEREOF, we have hereunto subscribed our names to these Articles of Organization on this 14th day of May, 1998.


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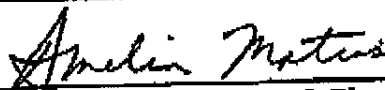
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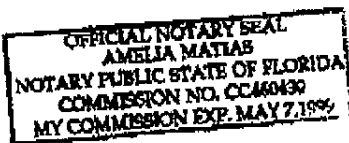

HANS MOENCH

STATE OF FLORIDA)
 :§
COUNTY OF PALM BEACH)

14 The foregoing instrument was acknowledged before me on this
day of May, 1998, by HANS MOENCH, who is
[] personally known to me, or
[☒] who produced driver's license as identification.
and who did take an Oath.

My Commission Expires:


Notary Public, State of Florida
Print Name: Amelia Matias



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TALLAHASSEE, FLORIDA

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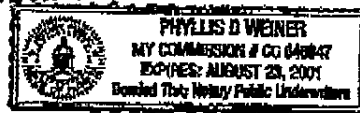
K. W. Pfeiffer 5-19-98
KURT WIPFELI

STATE OF Florida)
COUNTY OF Palm Beach)

The foregoing instrument was acknowledged before me on this 21 day of May, 1998, by KURT WIPFELI, who is
☐ personally known to me, or
☒ who produced Massachusetts license as identification.
and who did take an Oath.

Phyllis D. Weiner
Notary Public, State of Florida

My Commission Expires:



Print Name: Phyllis D. Weiner

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

1. The name of the limited liability company is BIG MOUTH RECORDS, L.C.

2. The name of the registered office and agent is

HANS MOENCH
10325 NW 63rd Drive
Parkland, FL 33076

Having been named the registered agent 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.

Dated: May 14, 1998


HANS MOENCH,
REGISTERED AGENT

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TALLAHASSEE, FLORIDA

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

The undersigned members of BIG MOUTH RECORDS, L.C., depose and say:

1. The above named limited liability company has at least two members.

2. The total amount of cash contributed by the members is \$5,000.00.

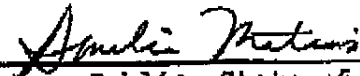
3. If any, the agreed value of property other than cash contributed by the members is \$ -0-.

4. The total amount of cash or property anticipated to be contributed by the members is \$5,000.00. This total includes amounts from 2. and 3. above.


HANS MOENCH

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me on the 14 day of May, 1998, by HANS MOENCH, who is
☐ personally known to me, or
☒ who produced David Brown as identification.
 and who did take an Oath.


Notary Public, State of Florida

My Commission Expires:

Print Name: Amelia Matias

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 98 MAY 26 AM 12
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA