

L98000000781

TSRFBX98  
^U

FLORIDA DIVISION OF CORPORATIONS  
12:44 PM PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

((H98000010931 7))

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: EIGHTEEN PRODUCTIONS, L.C. AUDIT NUMBER.....H98000010931 DOC  
TYPE.....LIMITED LIABILITY COMPANY CERT. OF STATUS..0  
PAGES..... 6 CERT. COPIES.....0 DEL.METHOD.. FAX EST.CHARGE..  
\$285.00 NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

12th

CM

RECEIVED

98 JUN 12 AM 7:19

DIVISION OF CORPORATIONS

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
98 JUN 12 PM 3:07  
FILED

H98000010931

**ARTICLES OF ORGANIZATION  
OF  
EIGHTEEN PRODUCTIONS, L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company shall be **EIGHTEEN PRODUCTIONS, L.C.** ("Company").

**ARTICLE II - ADDRESS**

The mailing and street address of the principal office of the company shall be 9957 Dovetail Ct. N., Jacksonville, FL 32257.

**ARTICLE III - PURPOSE**

The purpose of the Company shall be to develop, produce and exploit a feature-length theatrical motion picture project presently entitled "18" ("Picture") based on a screenplay of the same name by Brandon Fowler d/b/a Misconstrued Productions ("Screenplay") and to perform and conduct any other activities necessary or incidental to the foregoing purpose. The Company shall own any and all allied and ancillary rights in and to the picture.

**ARTICLE IV - DURATION**

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall terminate upon the occurrence of any of the following but in no event later than January 1, 2010: (i) the bankruptcy, death, insanity or resignation of the individual Manager and the dissolution, cessation of business or bankruptcy of the corporate Manager, if any; (ii) all of the Company's rights, title and interests in the Screenplay and the Picture; (iii) a date fixed by the Manager after abandonment of all further Company activities; or (iv) any other event causing the dissolution of the Company under the laws of the state of Florida.

Prepared By: Carolyn Herman, Esq., 1831 N. Third Street Jacksonville Beach, Florida,  
tel. no. (904) 247-9420, Florida Bar No. 976563.

SECRETARY OF STATE  
ALLAHAMASSE, FLORIDA  
98 JUN 12 PM 3:07  
FILED

H98000010931

H98000010931

**ARTICLE V - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the State of Florida is Brandon Fowler, 9957 Dovetail Ct. N., Jacksonville, FL 32257.

**ARTICLE VI - CAPITAL CONTRIBUTIONS**

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

**ARTICLE VII - ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

**ARTICLE VIII - ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

**ARTICLE VIII - TERMINATION OF EXISTENCE**

The company shall be dissolved upon the occurrence of any of the following events (i) when the period of duration of the Company expires; (ii) the unanimous written agreement of all members; (iii) the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members; (d) when the limited liability has fewer than two members.

**ARTICLE IX - MANAGEMENT**

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is Brandon Fowler, 9957 Dovetail Ct. N., Jacksonville, FL 32257.

FILED  
98 JUN 12 PM 3:07  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

H98000010931


IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Jacksonville, Duval County, Florida, on this 22nd day of July, 1998.

Brandon Fowler  
Brandon Fowler  
Organizing Member

STATE OF FLORIDA  
COUNTY OF DUVAL

Sworn to and subscribed before me this 22nd day of July by Brandon Fowler who is personally known to me.

Carolyn Hemmen  
Notary Public  
State of Florida

 Carolyn Hemmen  
My Commission CC153500  
Expires September 02, 2001

FILED  
98 JUN 12 PM 3:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H98000010931

H98000010931

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

STATE OF FLORIDA)  
COUNTY OF DUVAL)

The undersigned member or authorized representative of a member of Eighteen Productions, 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 \$1,000.00.
3. If any, the agreed value of property other than cash contributed by members is \$2,000.00. 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 \$3,000.00. This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER.


Dated: May 22, 1998

Brenda Fowler  
Brandon Fowler  
Managing Member

FILED  
98 JUN 12 PM 3:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Sworn to and subscribed before me this 22<sup>nd</sup> day of May by Brandon Fowler who is personally known to me.

Carolyn Herman  
Notary Public  
State of Florida

 Carolyn Herman  
My Commission CC050560  
Expires September 02, 2001

H98000010931

11980000/0931

**EXHIBIT A**  
**DESCRIPTION OF CONTRIBUTIONS**  
**EIGHTEEN PRODUCTIONS, L.C.**

| <u>Type</u> | <u>Description</u>         | <u>FMV (5/22/98)</u> |
|-------------|----------------------------|----------------------|
| Cash        | N/A                        | \$1,000.00           |
| Property    | 15,000 ft. Kodak 35mm Film | \$2,000.00           |
|             | Total Cash and Property:   | \$3,000.00           |

FILED  
 98 JUN 12 PM 3:07  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

11980000/0931

#98000010931

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the articles of organization of EIGHTEEN, PRODUCTIONS, L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accept the obligations of that position of registered agent.

Brandon Fowler  
Brandon Fowler  
Registered Agent  
Date: 5/22/98

FILED  
98 JUN 12 PM 3:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#98000010931