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***285.00 ***285.00

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Advanced Private Cable L.C.

☐ Walk In

☐ Pick Up Time

☐ Mail Out

☐ Will Wait

☐ Photocopy

RUSH

☐ Certified Copy

☐ Certificate of Status

☐ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER DOCUMENTS

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership LC
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Ordered By: _____

Date: _____

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 AUG 17 PM 4:41
98 AUG 17 AM 4:41

BN
8/17/98

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Advanced Private Cable, L.C.

ARTICLE II - Address:

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

c/o Lubiner & Schmidt, Esqs.
515 North Michigan Avenue
Kenilworth, NJ 07033

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

Thirty (30) years from the date of filing.

ARTICLE IV - Management:

(Check the appropriate box and complete the statement)

☐ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

☒ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Christopher Boyman, 515 North Michigan Avenue, Kenilworth, NJ 07033
Malcolm Rutledge, 674 Monticello Way, Marietta, GA 30067
John Roehrs, M.D., 7710 Mercy Road, #428, Omaha, NE 68124
Wilbur McKinney, 8318 Columbia Drive, Tyler, TX 75713
Michael Sinclair, M.D., 13005 Southern Boulevard, Suite 111,
Loxahatchee, FL 33740

ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

- (i) If the company requires additional funds to carry out its business, the members may by majority vote elect to sell additional ownership interests to new members upon such terms and conditions as the members by majority vote may determine; provided, however, that such ownership interests shall be offered subject to a right of first refusal in favor of the existing members; and
- (ii) Assignees and other transferees of membership interests validly conveyed in accordance with the company's organizational documents may also be admitted as new members of the company.

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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 remaining members shall have the right to continue the company's business upon the termination of a member's membership in the company. The death, bankruptcy, incapacity or withdrawal of any member, or the sale, assignment or other disposition of a member's ownership interest in the company shall not result in the dissolution or termination of the company.

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ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of _____

Advanced Private Cable, L.C. certifies:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the member(s) is \$1,382,500.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 987,500.00;
(A description of the property is attached and made a part hereto.); and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$2,370,000.00.

The property other than cash contributed by the members consists of rights to a license from the Federal Communications Commission to broadcast and receive video, audio and data on 72 channels of the 18GHz spectrum in the Clearwater, Florida area, initial transmission facilities and equipment for a private cable television system in the Clearwater, Florida area, and construction, management and consulting services.


Signature of a member or an 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.)

Christopher D. Boyman
Typed or printed name of signee

Filing Fee: \$250.00 for Articles and Affidavit

**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 TO
DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA

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98 AUG 11 1:47

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

Advanced Private Cable, L.C.

2. The name and the Florida street address of the registered agent are:

NRAI Services, Inc.

NAME

526 E. Park Avenue

Florida street address (P. O. Box NOT ACCEPTABLE)

Tallahassee FL 32301

CITY, STATE AND ZIP

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.



SIGNATURE

Leif A. Tonnessen, Assistant Secretary

Filing Fee: \$ 35 for Designation of Registered Agent