

L98000003032



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 053006 - 85036A

AUTHORIZATION :

Patricia Piguet

COST LIMIT : \$ 337.50

ORDER DATE : December 4, 1998

ORDER TIME : 2:27 PM

ORDER NO. : 053006-005

CUSTOMER NO: 85036A

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CUSTOMER: Robert A. Forlizzo, Esq
FORLIZZO & NEAL
FORLIZZO & NEAL
Suite 300
13577 Feather Sound Drive
Clearwater, FL 33762

RECEIVED

98 DEC -4 PM 3:25

DIVISION OF CORPORATION

DOMESTIC FILING

NAME: CELEBRITY HOST, L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS: _____

| | |
|-------------------|------------|
| Name | |
| Availability | <i>MAH</i> |
| Document Examiner | <i>MAH</i> |
| Updater | <i>MAH</i> |
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| Acknowledgement | <i>MAH</i> |
| v. P. Verifier | <i>MAH</i> |

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION
OF
CELEBRITY HOST, L.C.

The undersigned Member adopts the following Articles of Organization pursuant to the provisions of the Florida Limited Liability Company Act (the "Act").

ARTICLE I.
NAME OF COMPANY

The name of the limited liability company is CELEBRITY HOST, L.C. (the "Company").

ARTICLE II.
MAILING ADDRESS OF COMPANY

The mailing address of the Company shall be 13577 Feather Sound Drive, Suite 300, Clearwater, Florida 33762.

ARTICLE III.
PERIOD OF DURATION

The Company's period of duration shall commence upon the filing of these Articles with the Secretary of State of the State of Florida and be perpetual thereafter.

ARTICLE IV.
REGISTERED OFFICE AND AGENT

The address of the Company's principal office is as follows: 13577 Feather Sound Drive, Suite 300, Clearwater, Florida 33762. The name and address of the Company's initial registered agent in the State of Florida is as follows: Robert A. Forlizzo, 13577 Feather Sound Drive, Suite 300, Clearwater, Florida 33762.

ARTICLE V.
NO ADDITIONAL MEMBERS

Additional persons may not be admitted to the Company as Members.

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**ARTICLE VI.
DISSOLUTION AND RIGHT TO CONTINUE BUSINESS**

The Company shall be dissolved upon the occurrence of the following: The death, retirement, resignation, expulsion, dissolution or bankruptcy of a Member, or any other event which terminates the membership of a Member in the Company, unless within ninety (90) days after such event Members owning a majority in interest of the Company agree in writing to continue the business of the Company.

**ARTICLE VII.
MANAGEMENT**

The Company will be managed by one (1) Manager in accordance with the Company's Operating Agreement and Regulations. The name and business address of the sole initial Manager who shall serve until the first annual meeting of Members or until his successor is elected and qualified is:

| <u>NAME</u> | <u>ADDRESS</u> |
|-----------------|--|
| MAURICE YOUMANS | 13577 Feather Sound Drive, Suite 300 Clearwater, FL 33762 |

**ARTICLE VIII.
PURPOSE**

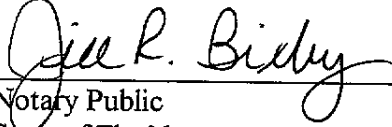
The Company is organized for any lawful purpose for which a limited liability company may be organized pursuant to the Act.

IN WITNESS WHEREOF, the following Member has executed these Articles of Organization on this 3rd day of December, 1998.


ROBERT A. FORLIZZO, Member

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 3rd day of December, 1998,
by ROBERT A. FORLIZZO, Member. He is personally known to me.



Notary Public
State of Florida
My Commission Expires:

NOTARY PUBLIC - STATE OF FLORIDA
JILL R. BIXBY
COMMISSION # CC884112
EXPIRES 12/22/2000
BONDED THRU ASA 1-888-NOTARY1

**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:

CELEBRITY HOST, L.C.

2. The name and address of the Registered Agent and Office is:

ROBERT A. FORLIZZO
13577 Feather Sound Drive, Suite 300
Clearwater, FL 33762

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.



ROBERT A. FORLIZZO

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned Member of CELEBRITY HOST, L.C., a Florida limited liability company, deposes and says:

1. The above-named limited liability company has seven (7) members.
2. The total amount of cash contributed by the Members is: Five Hundred and no/100 Dollars (\$500.00).
3. If any, the agreed value of property, other than cash, contributed by Members is: NONE
4. The total amount of cash or property anticipated to be contributed by Members is: Five Hundred and no/100 Dollars (\$500.00). The total from 2 and 3 above is: Five Hundred and no/100 Dollars (\$500.00).

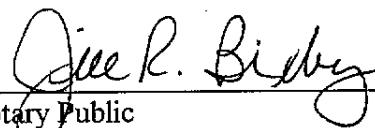
In accordance with Section 608.408(3), Florida Statutes, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



ROBERT A. FORLIZZO, Member

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 3rd day of December, 1998, by ROBERT A. FORLIZZO, Member. He is personally known to me.



Notary Public
State of Florida
My Commission Expires:

NOTARY PUBLIC - STATE OF FLORIDA
JILL R. BIXBY
COMMISSION # CC694112
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