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ACCOUNT	NO.	:	072100000032

REFERENCE :

060756

5017077

**AUTHORIZATION:** 

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COST LIMIT : \$ 285.

ORDER DATE: December 10, 1998

ORDER TIME : 3:19 PM

ORDER NO. : 060756-005

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CUSTOMER NO: 5017077

CUSTOMER: Ms. Jeannlle Ricca

SHORT & PERLMAN, P.C. SHORT & PERLMAN, P.C.

115 East Micheltorena Street

Santa Barbara, CA 93101

DOMESTIC FILING

NAME:

CROW INTERNATIONAL, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

Name Availability

Document Examiner

Updater

Ubdater Verifyer

Acknowledgemen

W. P. Verifyer

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

#### ARTICLE I - Name:

The name of the Limited Liability Company is:

Crow International, L.L.C.

#### ARTICLE II - Address:

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

4110 Southpoint Boulevard, Suite 108 Jacksonville, Florida 32216

ARTICLE III - Duration:

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

Perpetual

ARTICLE IV - Management: (Check the appropriate box and complete the statement)

AM 8: 30

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:

Crow International, Inc., 4110 Southpoint Boulevard, Suite 108 Jacksonville, Florida 32216

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:

#### 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:

by vote of a majority in interest (more than one-half of the membership interests) of the members.

## 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:

by vote of a majority in interest (more than one-half of the members' interests) of the remaining members within 90 days if there are at least two remaining members.

### ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member ofCrow	•
	certifies:
1) the above named limited liability company has at least one member; 2) the total amount of cash contributed by the member(s) is	\$ <u>10,000</u> ;
<ul> <li>3) if any, the agreed value of property other than cash contributed by member(s) is         (A description of the property is attached and made a part hereto.); and</li> <li>4) the total amount of cash and property contributed and anticipated to be</li> </ul>	s \$ <u>10,000</u> ;
contributed by member(s) is	\$20,000
Ahren and a second	. <u> </u>
Signature of a member or an authorized representative of a me	mber.
(In accordance with section 608.408(3), Florida Statutes, the execution affidavit constitutes an affirmation under the penalties of perjury that stated herein are true.)	en of this the facts
George G. Short	
Typed or printed name of signer	

Flling Fee: \$250.00 for Articles and Affidavit

Property Description:

Unsold inventory (Magazines and Trade Publications)

das

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

	The name of the limited liability company is: Clow International, D.B.
<u>.</u>	The name and the Florida street address of the registered agent are:
	Corporate Service Company
	NAME
	1201 Hays Street
	Florida street address (P. O. Bax NOT ACCEPTABLE)
	Tallahasee, FL 32301-2601
	CPTV STATE AND ZIE

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. If 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

Troy Todd, As Agent

By:

Filing Fee: \$35 as for Designation of Registered Agent