

L99000000483

~~October 14, 1998~~

JANUARY 22, 1999

Registration Section
Division of Corporations
PO. 6327
Tallahassee, Florida 32314

To Whom It May Concern,

Enclosed are the Articles of Organization & Affidavit for the Limited Liability Corporation
WATERSHED FILMS, LLC. My contact information is listed below if you have questions or
need additional information:

Wally Parks
Watershed Films, LLC
7550 Hinson Street
Suite 15A
Orlando, Florida 32819
W - (407) 248-9001
F - (407) 248-0896

CM

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DIVISION OF CORPORATIONS
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Thank you for your time and attention in this matter.

Sincerely,



Wally Parks

encls.

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Watershed Films, LLC

ARTICLE II - Address:

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

7550 Hinson Street
Suite 15A
Orlando, FL 32819

ARTICLE III - Duration:

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

30 years from the date of these articles

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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:

Wally Parks
7550 Hinson St.
Suite 15A
Orlando, FL 32819

Neil P. DeGroot
220 14th Avenue NE.
St. Petersburg, FL 33701

James Brooke
7550 Hinson S
Suite 15A
Orlando, FL
32819

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:

Existing members must vote by a majority
to accept new 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:

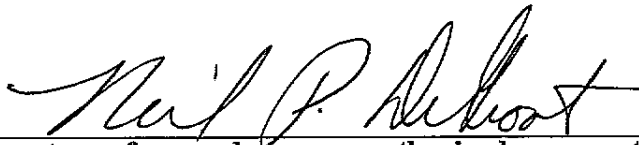
*Based upon a unanimous vote
of the remaining members.*

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ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of _____
_____ 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 \$ 300 ⁰⁰/₁₀₀ ;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0 ;
(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 \$ 10,000,000 .



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.)

Neil P. DeGroot

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.

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

Watershed Films, LLC

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

Wally Parks
NAME

7550 Hinson St., Suite 15A

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

Orlando

FL

32819

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.

Wally Parks

SIGNATURE

Filing Fee: \$ 35 for Designation of Registered Agent

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