

L99000000891

DEPARTMENT OF STATE
ACCOUNT FILING COVER SHEET

Account Number FCA-000000017

Reference:
(Sub Account)

Date:

2-15-99

Requestor Name: Carlton Fields

Address: Post Office Box 190
Tallahassee, Florida 32302

Telephone: (850) 224-1585

Contact Name: Debra Naughton (x293)

Corporation Name:

Cayman Arts, LLC

Entity Number (if applicable):

Authorization:

Debra Naughton

FILED
99 FEB 15 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ Certified Copy (1-9)

☒ New Filings

☐ Fictitious Name

☐ UCC'S

☐ Plain Stamped Copy

☐ Amendments

☐ Certificate of Status

☐ Annual Report

☐ Registration

() Call When Ready

(X) Walk In

() Mail Out

(X) Call Problem

() Will Wait

() After 4:30

() Pick Up

L99-8911

Name	02-17
Updater	02
Verifier	02
Acknowledgment	02
W. P. Verifier	02

300002777429--9

-02/17/99--01002--021

****337.50 ****337.50

CF Internal Use Only

Client: 42150 Matter: 93335

TAL#501656.01



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 15, 1999

CARLTON FIELDS

SUBJECT: CAYMAN ARTS, L.L.C.
Ref. Number: W99000003812

We have received your document for CAYMAN ARTS, L.L.C. and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

The money in your account is insufficient to cover the cost of filing this document. Please send additional money to cover this particular filing and other filings you wish to process.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 399A00006724

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99 FEB 15 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 FEB 15 PM 4:51
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
CAYMAN ARTS, L.L.C.**

The undersigned, acting as organizer of a limited liability company under the Florida Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company ("Company"):

ARTICLE I

Name

The name of the Company is Cayman Arts, L.L.C.

ARTICLE II

Duration

The existence of the Company shall begin on February 8, 1999 and shall be perpetual.

ARTICLE III

Principal Office and Mailing Address

The mailing address of the Company is Grand Pavilion Commercial Centre, P.O. Box 30117SMB, Grand Cayman, Cayman Islands, and the street address of the principal office of the Company is Grand Pavilion Commercial Centre, West Bay Road, #1, Grand Cayman, Cayman Islands, BWI.

ARTICLE IV

Initial Registered Agent and Office

The street address of the initial registered office of the Company is 4000 International Place, 100 S.E. Second Street, Miami, Florida 33131-9101, and the name of its initial registered agent at that address is Carlton, Fields, Ward, Emmanuel, Smith & Cutler, P.A., c/o Jose A. Loreda, Esq.

ARTICLE V

Organizer

The name and address of the member of the Company executing these Articles of Organization is:

Name

Address

Tom McCallum

Grand Pavilion Commercial Centre
P.O. Box 30117SMB
Grand Cayman, Cayman Islands

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TALLAHASSEE, FLORIDA

ARTICLE VI
Management

The name and address of the managers of the Company are as follows:

<u>Name</u>	<u>Address</u>
Max Scharf	Grand Pavilion Commercial Centre P.O. Box 30117SMB Grand Cayman, Cayman Islands
Tom McCallum	Grand Pavilion Commercial Centre P.O. Box 30117SMB Grand Cayman, Cayman Islands

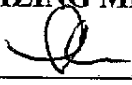
The managers shall serve as such or until their successors are elected and qualified in accordance with the Regulations of the Company.

ARTICLE VII
Admission of Additional Members

No additional members shall be admitted to the Company except on the express written consent of all members of the Company.

Dated this 8th day of February 1999.

ORGANIZING MEMBER



TOM McCALLUM

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99 FEB 15 PM 5:00
SECRETARY OF STATE
JALANASSEE, FL 33004

AFFIDAVIT

**STATE OF FLORIDA
COUNTY OF DADE**

BEFORE ME, the undersigned authority, personally appeared Tom McCallum, who being by me first duly sworn, deposes and says:


1. I am Tom McCallum, a member of Cayman Arts, L.L.C., a Florida limited liability company ("Company"), and I am duly authorized to execute this affidavit on behalf of the Company.

2. The Company has at least one (1) member.

3. The amount of cash and the description and agreed value of property contributed and anticipated to be contributed by the members is as follows:

Cash: \$200,000
Property other than cash: \$ 0

4. This affidavit is made in compliance with Section 608.407(2) of the Florida Statutes.



TOM McCALLUM

Sworn to and subscribed before me this 9th day of February 1999, by Tom McCallum. He [please check as applicable] / ☒ / is personally known to me, or has produced / ☐ / his (state) driver's license, or / ☐ / his (type of identification) as identification.

Melisa Thompson - Notary Public
(Signature)
Name: Melisa Thompson
(Legibly Printed)

Serial No. Comm. Expires Jan 31, 2000
Notary Public,
State of Cayman Islands
(AFFIX OFFICIAL SEAL)

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 8th day of February 1999.

REGISTERED AGENT:

CARLTON, FIELDS, WARD,
EMMANUEL, SMITH & CUTLER, P.A.

By: 

Jose A. Loredo, Authorized Agent

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09 FEB 15 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA