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BLANK ROME COMISKY & MCCAULEY LLP

Counselors at Law

Direct Dial Phone:

(561) 417-8130

Pennsylvania  
New Jersey  
Delaware  
Maryland  
Washington, DC  
Florida

February 26, 1999

Via Federal Express

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

200002790432--3  
-03/01/99--01094--001  
\*\*\*582.50 \*\*\*337.50

Re: ERNESTO'S OF DELRAY BEACH, INC.  
GROUP DIRECT OF BOSTON, INC.  
THE REDBONE JOURNAL, LLC

Dear Sir or Madam:

CM

Enclosed please find an original and one (1) copy of Articles of Incorporation and Certificate of Designation for Registered Agent regarding the above-referenced entities. Also enclosed is our check in the amount of \$582.50 representing fees as follows:

\$ 122.50 for Ernesto's of Delray Beach, Inc.  
\$ 122.50 for Group Direct of Boston, Inc.  
\$ 337.50 for The Redbone Journal, LLC

A self-addressed Federal Express label and envelope is enclosed for your convenience in returning the certified copies of the Articles of Incorporation.

Thank you.

Sincerely yours,

*Robert S. Saraga*  
ROBERT S. SARAGA

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR - 1 AM 10:36

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED

LIABILITY COMPANY

OF

THE REDBONE JOURNAL, LLC

ARTICLE I - Name

The name of the Limited Liability Company is:

THE REDBONE JOURNAL, LLC

ARTICLE II Address:

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

1191 East Newport Center Drive, Suite 101  
Deerfield Beach, FL 33442

ARTICLE III Duration

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

ARTICLE IV Management

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

946-5339  
Tanglers Holding, Inc.  
1191 East Newport Center Drive, Suite 101  
Deerfield Beach, FL 33442

Gary J. Ellis  
200 Industrial Drive  
Islamorada, Florida 33036

ARTICLE V Effective Date

The Limited Liability Company shall commence operations on March 1, 1999.

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## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of THE REDBONE JOURNAL, LLC deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 25,000
- 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.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$ 25,000. This total includes amounts from 2 and 3 above.

TANGLERS HOLDING, INC., Managing Member

By James E. Brady

James E. Brady, President

Signature of a member or 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.)

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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.

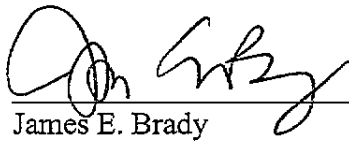
1. The name of the limited liability company is:

THE REDBONE JOURNAL, LLC

2. The name and address of the registered agent and office is:

James E. Brady  
1191 East Newport Center Drive, Suite 101  
Deerfield Beach, FL 33442

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.

  
James E. Brady

2/25/99  
Date

STATE OF FLORIDA        }  
                                      }  
COUNTY OF BROWARD    }    ss

**I HEREBY CERTIFY** that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared James E. Brady, who is personally known to me ☒ or who did furnish \_\_\_\_\_ for identification, and who acknowledged executing the foregoing Designation and Acceptance as the Registered Agent, freely and voluntarily for the purposes therein stated.

**WITNESS** my hand and official seal in the County and State last aforesaid this 25 day of Feb, 1999.



(Seal)

Eric Stein  
MY COMMISSION # CC594499 EXPIRES  
January 28, 2001  
BONDED THRU TROY FARM INSURANCE, INC.

  
\_\_\_\_\_  
NOTARY PUBLIC

Eric Stein  
\_\_\_\_\_  
Printed Name of Notary

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