

L99000002869

Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 922-4003

From: Account Name : SCOTT A. ELK, P.A.
Account Number : I19980000040
Phone : (561) 368-8800
Fax Number : (561) 394-3699

LIMITED LIABILITY COMPANY

Film Town Development, LLC

Certificate of Status	1
Certified Copy	1
Page Count	06
Estimated Charge	\$346.25

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
FILM TOWN DEVELOPMENT, LLC**

The undersigned, for purposes of forming a limited liability company in accordance with the Florida Limited Liability Company Act, do hereby state the following:

1. NAME. The name of the limited liability company shall be Film Town Development, LLC (the "Company").
2. DURATION. The period of the Company's duration is perpetual from the date of filing the Articles of Organization with the Florida Secretary of State, unless sooner dissolved by the members, unless extended by its members, or as provided by statute.
3. PURPOSE. The purposed for which the Company has been formed is to engage in any lawful act, activity or business not contrary to and for which a limited liability company may be formed under the laws of the State of Florida, and to have and exercise all powers, rights and privileges conferred by the laws of Florida on limited liability companies, including but not limited to the performance of services, buying, leasing or otherwise acquiring and holding, using or enjoying and selling, leasing or otherwise disposing of any interest in any property, real or personal, tangible or intangible, or whatever nature and wheresoever situated, and buying, selling and holding stocks, bonds, or any other security of any issuer as the Company may, at any time and from time to time, deem advisable.
4. OFFICE. The mailing address and street address, in the State of Florida where the principal office of the Company is to be located, is:

4812 University Drive
Coral Gables, FL 33146
5. REGISTERED AGENT. The name and address of Company's registered agent, whose Consent to Appointment as Registered Agent is included with this Articles of Organization is:

Michael Wine
4812 University Drive
Coral Gables, FL 33146
6. ADMISSION OF ADDITIONAL MEMBERS: The Company has three (3) or more members. Additional members may be admitted only on the terms that are unanimously agreed to by all members in the Operating Agreement. The initial three (3) members are:

PREPARED BY: SCOTT A. ELK, P.A.
ELK, BANKIER, PALMER & CHRISTU
4800 NO. FEDERAL HWY., STE. 200-E
BOCA RATON, FL 33431
TELEPHONE: 561/368-8800
FLA. BAR NO. 654566

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Michael Wine
Vinson P. Richter
James R. Siegel

7. CONTINUITY. The remaining members of the Company will have the right 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 this Company.
8. MANAGEMENT. The business of the Company will be conducted under the exclusive management and be limited to its members who will vote according to their proportionate interest in the Company and shall have exclusive authority to act for the Company in all matters. The names and addresses of the members are:

Michael Wine
4812 University Drive
Coral Gables, FL 33146

Vinson P. Richter
10800 S.W. 69th Avenue
Miami, FL 33156

James R. Siegel
5950 S.W. 97th Street
Miami, FL 33156

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ORIGINAL APPOINTMENT OF AGENT

The undersigned, being all of the members of Film Town Development, LLC, a limited liability company organized under the laws of the State of Florida, hereby appoint Michael Wine, a natural person who is a resident of this State, as registered agent upon whom any process, notice or demand required or permitted by statute to be served upon the Company may be served.

His complete address is: Michael Wine
4812 University Drive
Coral Gables, FL 33146

ACCEPTANCE OF AGENT

The undersigned, named herein as the statutory registered agent for Film Town Development, LLC, hereby acknowledges and accepts the appointment of registered agent, and is familiar with and accepts the obligations of the position of Registered Agent for the limited liability company.


MICHAEL WINE

(L.S.)

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IN WITNESS WHEREOF, we have hereunto subscribed our names to this Certificate of
Formation on this 12 day of May, 1999.

Michael Wine (L.S.)
MICHAEL WINE

Vinson F. Richter (L.S.)
VINSON F. RICHTER

James R. Siegel (L.S.)
JAMES R. SIEGEL

STATE OF Fla.)
) ss:
COUNTY OF Dade)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State
aforesaid and in the County aforesaid, to take acknowledgments, personally appeared **MICHAEL
WINE**,

☒ personally known to me, or
☐ has produced _____ as identification

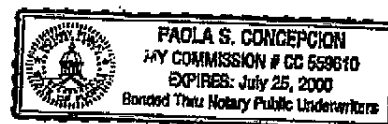
and who executed the foregoing instrument and acknowledged before me that he executed the
same.

WITNESS my hand and official seal in the County and State last aforesaid this 12 day
of May, 1999.

Paola S. Concepcion
(Signature)

(Printed Name)

My Commission Expires:
My Commission No. is:



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STATE OF Fla.)
) ss:
 COUNTY OF Dade)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared **VINSON P. RICHTER**,

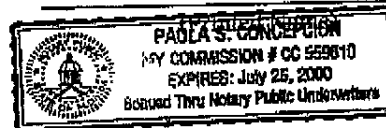
☒ personally known to me, or
☐ has produced _____ as identification

and who has executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my hand and official seal I the County and State last aforesaid this 12 day of May, 1999.

Bob S. Concepcion
 (Signature)

My Commission Expires:
 My Commission No.:
 STATE OF Fla)
) ss:
 COUNTY OF Dade)



I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared **JAMES R. SIEGEL**,

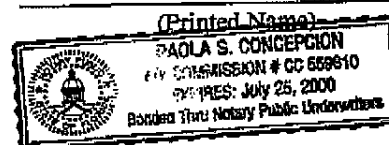
☒ personally known to me, or
☐ has produced _____ as identification

and who has executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my hand and official seal I the County and State last aforesaid this 12 day of May, 1999.

Bob S. Concepcion
 (Signature)

My Commission Expires:
 My Commission No.:



sae/wine/McCartney.org.lc


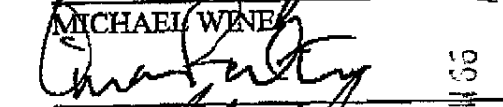
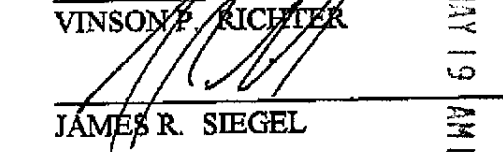
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
PURSUANT TO FLORIDA STATUTES 608.407(2)

The undersigned members or authorized representative of a member of Film Town Development, LLC depose and say:

- 1) the above named limited liability company has at least three (3) members.
- 2) the total amount of cash contributed by the member(s) is -0-.
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0-.
- 4) the amount of cash or property anticipated to be contributed by member(s) is -0-.
- 5) the total amount of 2, 3, and 4 is \$ -0-.

FURTHER, AFFIANTS SAYETH, NAUGHT.


MICHAEL WINE

VINSON P. RICHTER

JAMES R. SIEGEL

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STATE OF)
) ss:
COUNTY OF)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared **MICHAEL WINE**,

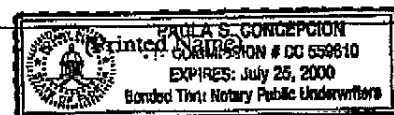
☒ personally known to me, or
☐ has produced _____ as identification

and who executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 12 day of May, 1999.


(Signature)

My Commission Expires:
My Commission No. is:



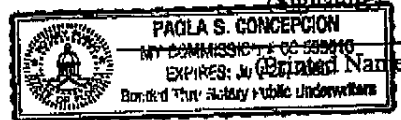
STATE OF Fla.)
COUNTY OF Dade) SS:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared **VINSON P. RICHTER**,

☒ personally known to me, or
☐ has produced _____ as identification

and who has executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my hand and official seal I the County and State last aforesaid this 12 day of May, 1999.



My Commission Expires:
My Commission No. is:

STATE OF Fla)
COUNTY OF Dade) SS:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared **JAMES R. SIEGEL**,

☒ personally known to me, or
☐ has produced _____ as identification

and who has executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my hand and official seal I the County and State last aforesaid this 12 day of May, 1999.



My Commission Expires:
My Commission No. is: