

L99000004209

Kemp. INC.  
1 HARBORE CIRCLE #1B  
PALM COURT PL  
32137

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 11, 1999

KEMP, INC.  
1 HARGROVE GRADE  
#1B  
PALM COAST, FL 32137

SUBJECT: FILMZONE LLC  
Ref. Number: W99000013707

We have received your document for FILMZONE LLC and your check(s) totaling \$285.00. However, the document has not been filed and is being retained in this office for the following:

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6043.

Shawn Logan  
Document Specialist

Letter Number: 999A00031668

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

**ARTICLE I - Name:**

**The name of the Limited Liability Company is:**

Filmzone LLC

**ARTICLE II - Address:**

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

1 Hargrove Grade Suite 1B  
Palm Coast FL 32137

**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)**

☐ 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:

Paul M. Charla and Kjell Larsson  
Kemp Entertainment, Inc.  
1 Hargrove Grade Suite 1B  
Palm Coast FL 32137

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## 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:

Legal and natural persons will be entitled to subscribe for shares in the Company. Certificates of Shares will be issued. A specific computerized Register of Shares, stating the number of the share in addition to the complete name, incorporation or social security number and postal address of each partner, will be kept. Each partner is obliged to inform the Company of any new postal address. All letters from the Company will be considered to have reached the partner if they have been delivered to the postal address stated in the Register.

## 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:

Continued by remaining member(s).

## ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of Filmzone LLC 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 \$ 0
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 378,904.-  
(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 \$ 378,904.-

*Paul M. Charla*

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.)

Paul M. Charla

Typed or printed name of signee

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TALLAHASSEE, FLORIDA

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# **KEMP ENTERTAINMENT INC. KIMON HOME VIDEO**

**(VSDA MEMBER)  
VIDEO SOFTWARE DEALERS ASSOCIATION**

**1 HARGROVE GRADE, #1B, PALM COAST, FL. 32137**

**TEL.(904)446-1955**

**FAX.(904)446-4618**

**E-MAIL:homevideo@kimon.com**

**WEBSITE: <http://www.kimon.com>**

**To Mr. Shawn Logan,**

**We are sending this attachment to the enclosed letter about the agreed value of property and services in our affidavit.**

**The property is the concept and work that created Filmzone over many months other than cash. There was a crew of computer people and designers that devoted numerous hours into getting this project started for the company of Elbogen in Sweden. This project can now be seen on the internet as [www.filmzone.com](http://www.filmzone.com), as a working website for the entertainment industry. when all the costs are added, the final figure is \$385,000.00 If you have any questions please contact me at 904-446-1955.**

**Thank You,  
Paul M. Charla**

*Paul M. Charla*

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TALLAHASSEE, FLORIDA**

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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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN  
THE STATE OF FLORIDA.

1. The name of the limited liability Company is: FILMZONE LLC

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

Kemp Entertainment, Inc.  
NAME

1 Hargrove Grade Suite 1B  
Florida Street address (P.O. Box NOT ACCEPTABLE)

Palm Coast FL 32137  
CITY, STAT 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 (4 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*

*Paul M. Charla*  
SIGNATURE

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