



THE UNITED STATES
CORPORATION
COMPANY

L 9900000 4716

ACCOUNT NO. : 072100000032

REFERENCE : 326826 7142288

AUTHORIZATION :

COST LIMIT : \$ 337.50

Patricia Pizut

ORDER DATE : August 2, 1999

ORDER TIME : 11:21 AM

ORDER NO. : 326826-005

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CUSTOMER NO: 7142288

CUSTOMER: Sharon Zuccaro, Esq
SHARON M. ZUCCARO, ESQ.
SHARON M. ZUCCARO, ESQ.
Suite 210
1400 Gulf Shore Blvd.
Naples, FL 34102

DOMESTIC FILING

NAME: NEPTUNE PRODUCTIONS, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

FILED
99 AUG -2 AM 7:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 AUG -2 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SL-3-99
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ARTICLES OF ORGANIZATION
OF
NEPTUNE PRODUCTIONS, L.L.C.

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the Limited Liability Company shall be Neptune Productions, L.L.C. ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company shall be:

14999 Sterling Oaks Drive, Naples, Florida 34110

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall terminate not later than thirty (30) years from the date hereof unless the Company is earlier dissolved.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is

Michael G. Esposito
14999 Sterling Oaks Drive
Naples, Florida 34110

ARTICLE V - INITIAL CAPITAL CONTRIBUTIONS

The members of the Company shall make initial cash contributions to the capital of the Company as set forth in Exhibit "A".

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional future capital contributions to the Company as provided in the Regulations for the Company or otherwise by the unanimous consent of all the members.

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ARTICLE VII – ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may only transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all of the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII – TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there is at least one remaining member.

ARTICLE IX – MANAGEMENT

The Company shall be managed by the members in accordance with the Regulations to be adopted by the members for the management of the business and affairs of the Company. These Regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The names and addresses of the members of the Company are:

	NAME	ADDRESS
(a)	Michael G. Esposito	14999 Sterling Oaks Drive, Naples, Florida 34110
(b)	Susan Boswell	14999 Sterling Oaks Drive, Naples, Florida 34110

ARTICLE X – AMENDMENT

These Articles of Organization may be amended by the consent of all members, or as may otherwise be provided by law.

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IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization on the 30th day of July, 1999.

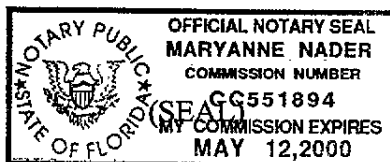
ORGANIZERS:

Mike Esposito
Michael G. Esposito

Susan Boswell
Susan Boswell

STATE OF FLORIDA
COUNTY OF COLLIER

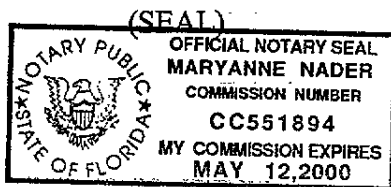
The foregoing instrument was acknowledged before me this 30th day of July, 1999, by Michael G. Esposito. He is [] personally known to me or [☒] produced drivers' license number FL License as identification.



Maryanne Nader
Notary Public
Printed Name Maryanne Nader
Commission No. CC 551894
My Commission expires 5-12-2000

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 30th day of July, 1999, by Susan Boswell. She is [] personally known to me or [☒] produced drivers' license number 5867710-Alabama as identification.



Maryanne Nader
Notary Public
Printed Name Maryanne Nader
Commission No. CC 551894
My Commission expires 5-12-2000

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EXHIBIT "A"

<u>MEMBER</u>	<u>CAPITAL CONTRIBUTION</u>	<u>PERCENTAGE</u>
Michael G. Esposito	\$5,000.00	50%
Susan Boswell	\$ 100.00	50%

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of Neptune Productions, L.L.C. deposes and says:

1. The above named Limited Liability Company has at least one member.
2. The total amount of cash contributed by the member(s) is: \$ 5,100.00
3. If any, the agreed value of property other than cash contributed by member(s) is:
NONE. (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 the
member(s) is \$5,100.00. (This total includes amounts from 2 and 3 above.)



Michael G. Esposito

In accordance with Section 608.408.(3), Florida Statutes, the execution of the Affidavit constitutes an affirmation under penalties of perjury that the facts stated herein are true.

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ACCEPTANCE OF REGISTERED AGENT

The undersigned being the person named in the Articles of Organization of Neptune Productions, L.L.C. as registered agent of this limited liability company, hereby consents to accept service of process for the above stated limited liability company at the place designated in the Articles of Organization, and 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 my duties, and I am familiar with and accept the obligations of my position as registered agent.


Registered Agent

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