

Division of Corporations

Page 1 of 2

L99000004843

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000019461 5)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : FREEBORN & FREEBORN, P.A.
Account Number : 075142002301
Phone : (727) 733-1900
Fax Number : (727) 733-6362

RECEIVED
99 AUG -5 PM 3:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

Millennium Model and Talent Search, LLC

| | |
|-------------------|------------|
| Name | MJH |
| Availability | |
| Document Examiner | |
| Updater | |
| Updater Verifier | |
| Acknowledgement | |
| W. P. Verifier | |

| | |
|-----------------------|----------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 81 |
| Estimated Charge | \$285.00 |

FILED
99 AUG -5 AM 8:11
SECRETARY OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 5, 1999

FREEBORN & FREEBORN, P.A.

SUBJECT: MILLENNIUM MODEL AND TALENT SEARCH, LLC
REF: W99000018193

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

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) 487-6967.

Michelle Hodges
Document Specialist

FAX Aud. #: H99000019461
Letter Number: 599A00039801

H99000019461 5

**ARTICLES OF ORGANIZATION
OF
MILLENNIUM MODEL AND TALENT SEARCH, L.L.C.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG -5 AM 8:11

ARTICLE I

Name

The name of the limited liability company ("Company") is **MILLENNIUM MODEL AND TALENT SEARCH, L.L.C.**

ARTICLE II

Address

The mailing and street address of the Company's principal office is: 15 Paradise Plaza, Box 227, Sarasota, Florida 34239.

ARTICLE III

Duration

The period of duration for the Company is perpetual, beginning on the date that these Articles of Organization are filed by the Florida Department of State.

ARTICLE IV

Registered Agent and Office

The name of the Company's initial registered agent in Florida is **MICHAEL G. PIGG**. The address of the Company's registered office in Florida is 15 Paradise Plaza, Box 227, Sarasota, Florida 34239.

ARTICLE V

Management

The Company is to be managed by two (2) managers. The initial managers will serve until the first annual meeting of the members or until each manager's successor is elected and qualified. The initial managers are identified as Michael G. Pigg, d/b/a Michael DeNiro, whose address is 2870 Peachtree Road, Suite 709, Atlanta, Georgia 30305 and Laurie Langdon, 2870 Peachtree Road, Suite 709, Atlanta, Georgia 30305.

H99000019461 5

ARTICLE VI

Admission of Additional or New Members

Members of the Company have the right to admit new members. Additional or new members may be admitted only on the unanimous written consent of the existing member or members, and the existing member or members shall determine the amount and nature of contributions to be made by the additional or new members at the time those new members are admitted.

ARTICLE VII

Continuance of Business

The remaining member or members of the Company 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 the Company. The business may be continued only on the unanimous written consent of the remaining member or members.

ARTICLE VIII

Additional Provisions

The power to adopt, alter, amend or repeal the regulations of the Company is vested entirely in the manager listed in Article V.

2nd IN WITNESSS WHEREOF, we have executed the Articles of Organization on this day of August, 1999, at Dunedin, Florida.



Michael G. Pigg
d/b/a Michael DeNiro



Laurie Langdon

H99000019461 5

H99000019461 5

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and County of Pinellas to take acknowledgments, personally appeared MICHAEL G. PIGG, d/b/a MICHAEL DeNIRO, personally known to me, (or who identified himself by N/A) to be the person described in and who executed the foregoing Articles of Organization, and who took an oath.

WITNESS MY HAND and official seal in the County and State aforesaid, this 2 day of August, 1999.


 Sallie E Skinner
My Commission CC728637
Expires March 29, 2002

Sallie E Skinner
Notary Public
My Commission Expires:

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and County of Pinellas to take acknowledgments, personally appeared LAURIE LANGDON, personally known to me, (or who identified herself by N/A) to be the person described in and who executed the foregoing Articles of Organization, and who took an oath.

WITNESS MY HAND and official seal in the County and State aforesaid, this 2 day of August, 1999.

 Sallie E Skinner
My Commission CC728637
Expires March 29, 2002

Sallie E Skinner
Notary Public
My Commission Expires:

H99000019461 5

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE OF
MILLENNIUM MODEL AND TALENT SEARCH, L.L.C.**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent in the State of Florida:

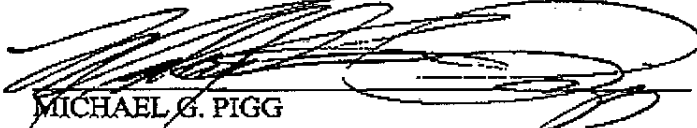
1. The name of the limited liability company is **MILLENNIUM MODEL AND TALENT SEARCH, L.L.C.**

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

MICHAEL G. PIGG
15 Paradise Plaza, Box 227
Sarasota, Florida 34239

Having been named as registered agent and to accept service of process for the above named 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.

Dated: 8/2/99


MICHAEL G. PIGG

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and County of Pinellas to take acknowledgments, personally appeared MICHAEL G. PIGG, personally known to me, (or who identified herself by N/A) to be the person described in and who executed the foregoing Articles of Organization, and who took an oath.

WITNESS MY HAND and official seal in the County and State aforesaid, this 2nd day of AUGUST, 1999.

 Sallie E Skinner
My Commission CG726637
Expires March 20, 2002


Notary Public
My Commission Expires:

H99000019461 5

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION
OF
MILLENNIUM MODEL AND TALENT SEARCH, L.L.C.**

The undersigned member of MILLENNIUM MODEL AND TALENT SEARCH, 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 members is \$10,000.00.
3. The agreed value of property other than cash contributed by the member is
\$ 0 . A description of the property is attached and made a part of this Affidavit.
4. The total amount of cash or property anticipated to be contributed by me
as member is \$10,000.00. This total includes amounts from (2) and (3) above.

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

Dated this 2nd day of August, 1999.


Michael G. Pigg
d/b/a Michael DeNiro


Laurie Langdon

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State
of Florida and County of Pinellas to take acknowledgments, personally appeared MICHAEL G.
PIGG, d/b/a MICHAEL DeNIRO, personally known to me, (or who identified himself by
N/A) to be the person described in and who executed the foregoing
Articles of Organization, and who took an oath.

H99000019461 5

WITNESS MY HAND and official seal in the County and State aforesaid, this 2nd day of August, 1999.

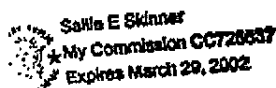


Sallie E Skinner
Notary Public
My Commission Expires:

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and County of Pinellas to take acknowledgments, personally appeared LAURIE LANGDON, personally known to me, (or who identified herself by N/A) to be the person described in and who executed the foregoing Articles of Organization, and who took an oath.

WITNESS MY HAND and official seal in the County and State aforesaid, this 2nd day of August, 1999.



Sallie E Skinner
Notary Public
My Commission Expires: