

Ordered By: _____



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 6, 1999

UCC FILING & SEARCH

SUBJECT: GRIES ENTERTAINMENT MANAGEMENT, LLC
Ref. Number: W99000018308

RUSH

We have received your document for GRIES ENTERTAINMENT MANAGEMENT, LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407(1)(e), Florida Statutes, requires the articles of organization to set forth the right, if given, of the members to admit additional members and the terms and conditions of the admissions. Reference to the operating agreement/regulations is not sufficient.

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) 487-6917.

Gretchen Harvey
Document Specialist Supervisor

Letter Number: 399A00039983

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

99 AUG -6 AM 7:57

FILED

*Corrected. Please
backdate*

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 AUG 10 PM 3:36

RECEIVED

**ARTICLES OF ORGANIZATION
OF
GRIES ENTERTAINMENT MANAGEMENT, LLC**

The undersigned, as an authorized representative of a member of the Company, pursuant to Chapter 608, Florida Statutes, files the following Articles of Organization establishing a Florida limited liability company named **GRIES ENTERTAINMENT MANAGEMENT, LLC**.

ARTICLE I

Name

The name of this limited liability company shall be **GRIES ENTERTAINMENT MANAGEMENT, LLC** (the "Company").

ARTICLE II

Address

The mailing address and street address of the principal office of the Company is: 2620 Parkview Avenue, Tampa, Florida 33629.

ARTICLE III

Duration

The period of duration for the Company shall be perpetual.

ARTICLE IV

Initial Registered Office and Agent

The street address of the initial registered office of this Company is 201 N. Franklin Street, Suite 2600, Tampa, Florida 33602, and the name of the initial registered agent of the Company at that address is William J. Schifino, Jr., Esquire.

ARTICLE V

Right to Admit Additional Members

The managing members may permit the admission of Additional Members and determine the Capital Contributions of such Members upon a majority vote of the managing members.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

Right of Continuation


Upon the death, requirement, 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 remaining members of the Company shall have the right to continue the Company.

ARTICLE VII

Company Management

The Company is to be managed by one or more managers as provided in the Regulations and/or Operating Agreement of the Company. Initially, the Company shall have one managing member and the initial managing member shall be Cynthia Gries, whose address is 2620 Parkview Avenue, Tampa, Florida 33629, and who shall serve as the managing member until the first annual meeting or until her successor is elected and qualified.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Organization this 4th day of August, 1999.


Cynthia Gries

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CLERK OF STATE
TALLAHASSEE, FLORIDA

CONSENT TO APPOINTMENT AND ACCEPTANCE BY REGISTERED AGENT

The undersigned, William J. Schifino, Jr., Esquire, having been named registered agent and to accept service of process of **GRIES ENTERTAINMENT MANAGEMENT, LLC**, at 201 N. Franklin Street, Suite 2600, Tampa, Florida 33602, hereby 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 his duties, and the undersigned is familiar with, and accepts the obligations of registered agent.

DATED: August 4, 1999.



William J. Schifino, Jr., Esquire

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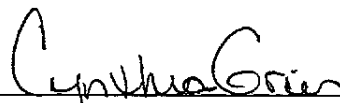
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

The undersigned Affiant, Cynthia Gries, appeared before me today and either made the following statements under oath or affirmed them under penalty of perjury:

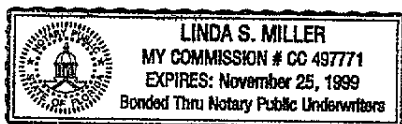
1. I am an adult, competent to testify as a witness, and make these statements on my own personal knowledge.
2. That I am the initial managing member of **GRIES ENTERTAINMENT MANAGEMENT, LLC**, a Florida limited liability company (the "Company").
3. That the Company initially has two (2) members.
4. That the amount of the cash contributed by the members is 1,000.00
5. If any, the agreed value of property other than cash contributed by members is - 0 -
(A description of the property is attached and made a part hereto); and
6. The total amount of cash and property anticipated to be contributed by the members is 1,000.00
7. That this Affidavit is given to specifically and satisfactorily meet the requirements of §608.407(2), Fla. Stat. (1997).

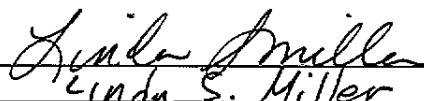

Cynthia Gries

SWORN TO and SUBSCRIBED before me this 4th day of August, 1999, by Cynthia Gries, as the initial managing member of **GRIES ENTERTAINMENT MANAGEMENT, LLC**, a Florida limited liability company, on behalf of the Company. She is personally known to me.

[AFFIX NOTARIAL SEAL]

#40705 v1




Linda S. Miller
Printed Name
NOTARY PUBLIC, STATE OF FLORIDA