

CAPITAL CONNECTION, INC.
417 E. Virginia Street, Suite 1 Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1122

L9900004962

Harris music and
Sound, L.L.C.

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*****285.00 *****285.00

Art of Inc. File _____
LTD Partnership File _____
Foreign Corp. File _____
☒ L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
Cert. Copy _____
☒ Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

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Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

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and
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8/11/99 8:45

Articles of Organization for

HARRIS MUSIC AND SOUND, L.L.C.

The undersigned person, acting as an organizer of a limited liability company under the Florida Limited Liability Company Act, hereby adopts the following articles of organization:

Article 1. Name. The name of this limited liability company is "Harris Music and Sound, L.L.C.", (the "LLC" or "Company".)

Article 2. Duration. The LLC will perpetually exist from the date of filing the articles of organization with the Florida Secretary of State, unless sooner dissolved by the member(s) or as provided by statute.

Article 3. Principal Place of Business. The address of the LLC's principal place of business is:

707 North Pace Blvd.
Pensacola, FL 32505

Article 4. Registered Agent & Office. ~~The name and address of the LLC's registered agent, whose "Consent to Appointment as Registered Agent" is included with these articles, is:~~

Ronald Harris
707 North Pace Blvd.
Pensacola, FL 32505

Article 5. Capitalization. The capital contribution of the member has a value of \$10,000, creating a total capital account of \$10,000.

Article 6. Additional Capital Contribution of Member(s). Additional capital contributions may be contributed only upon the unanimous vote of the member(s), and never can an additional capital contribution be required at the request of non-member third parties.

Article 7. Admission of Additional Members. Additional members may be admitted only upon such terms as are agreed upon by the sole member or, if there is ever more than one member, than are unanimously agreed to by all members.

Article 8. Continuity. In the event there is more than

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one member, the member(s) of this limited liability company shall have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or occurrence of any other event which terminates the continued membership of a member in the Company. Continuation may occur only pursuant to the terms of the operating agreement and with the unanimous vote of the remaining member(s).

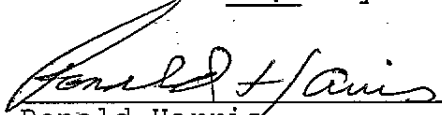
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Article 9. Management. The business of the Company shall be conducted under the exclusive management of its member(s) who shall vote according to their proportionate capital interest in the Company and shall have exclusive authority to act for the Company in all matters. The names and addresses of the member(s) of the Company are:

Ronald Harris
707 North Pace Blvd.
Pensacola, FL 32505

Article 10. Counterparts. This agreement may be executed in counterparts, all of which shall be deemed to be one and the same instrument. It shall be sufficient for each party to have executed at least one, but not necessarily the same, counterpart.

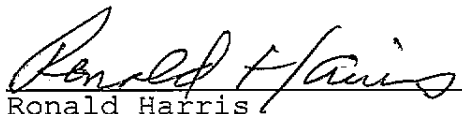
Dated this 29 day of July, 1999.



Ronald Harris

Consent to Appointment as Registered Agent

I, Ronald Harris, accept appointment as registered agent, and further state that I am familiar with the duties of a registered agent.



Ronald Harris
Registered Agent

Affidavit of Membership and Contribution

HARRIS MUSIC AND SOUND, L.L.C.

The undersigned member of Harris Music and Sound, L.L.C. certifies:

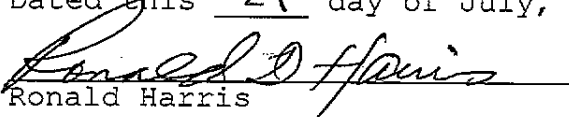
1.) the above named limited liability company has at least one member; and

2.) the total amount of cash contributed by the member is \$10,000; and

3.) no property other than cash has been contributed by the member; therefore

4.) the total amount of cash and property contributed by the member is \$10,000.

Dated this 29 day of July, 1999.


Ronald Harris

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