

L990000005456

AUG-31-1999 17:24
Division of Corporations

EMPIRE CORPORATE KIT

P.02/09
Page 1 of 2

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.

(((H99000021898 4)))

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 : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

LIMITED LIABILITY COMPANY

argus information group, lc

Certificate of Status	0
Certified Copy	0
Page Count	08
Estimated Charge	\$285.00

99 AUG 31 AM 9:31

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

cmh

9/1

AUG-31-1999 17:23

EMPIRE CORPORATE KIT

P.01/09



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 31, 1999

EMPIRE CORPORATE KIT

SUBJECT: ARGUS INFORMATION GROUP, LC
REF: W99000020242

99 AUG 31 AM 9:31

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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.

You must change the date that the company will commence existence in Article Two, it cannot be more than 5 days prior to the file date, August 31st.,

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. #: H99000021898
Letter Number: 699A00043470

H99000021898

8

ARTICLES OF ORGANIZATION**ARGUS INFORMATION GROUP, LC**

A Florida Limited Liability Company

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, Florida Statutes, the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company:

ARTICLE ONEName

The name of this company shall be ARGUS INFORMATION GROUP, LC

ARTICLE TWOCommencement and Duration of Existence

This company shall commence its existence on August 31, 1999, subject to confirmation of the filing of these Articles of Organization with the Florida Secretary of State, Division of Corporations.

The period of this company's duration shall be perpetual, and shall survive 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.

The fiscal year for the first year of operation of this company shall end on December 31, 1999, and the fiscal year of this company in all other years of its operation shall end on the 31st day of December of each calendar year.

ARTICLE THREEAddress

The mailing and street address of the company is:

730 Mojave Trail
Maitland, Florida 32751

THESE ARTICLES PREPARED BY:

William L. Whitacre, Esquire/Florida Bar No. 170693
1000 Universal Studios Plaza, Building 22, Suite 247
Orlando, Florida 32819-7610

[1]

H99000021898

59 AUG 31 AM 9:31

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

H99000021898

ARTICLE FOUR
Registered Agent and Office

The name and street address of the initial Registered Agent and Office for this company is as follows:

William L. Whitacre
1000 Universal Studios Plaza
Building 22, Suite 247
Orlando, Florida 32819-7610

ARTICLE FIVE
Admission of Additional Members
Terms and Conditions of such Admissions

Additional members may be admitted only upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of this Company.

ARTICLE SIX
Right to Continue

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member of the Company, or the occurrence of any other event which terminates the continued membership of a member of the Company, the Managers may continue the business of the Company.

Upon the termination of the continued membership of a member, the business of the company shall be continued for the benefit of all the remaining members and for the benefit of any transferee, assignee, or beneficiary of the member whose membership has terminated.

ARTICLE SEVEN
Management of the Company

The business of the Company shall be managed by two Managers. The initial Managers of this Company, who are to serve until the first annual meeting of Members or until their successors are elected and qualify are:

Name

Address

Katherine Bowen

730 Mojave Trail
Maitland, Florida 32751

[2]

H99000021898

H99000021898

Stephanie P. Pipkins

730 Mojave Trail
Maitland, Florida 32751**ARTICLE EIGHT****Amendment of Articles of Organization**

Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Chapter 608, Florida Statutes as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company.

In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

ARTICLE NINE**Regulation of the Company**

The power to adopt, alter, amend or repeal the Regulations of this Limited Liability Company shall be vested in the Managers of this Company. Regulations adopted by the Managers of this Company may be repealed or altered, and new Regulations may be adopted by the Managers.

ARTICLE TEN**Informal Action of Managers**

Any action of the Managers authorized to be taken by these Articles of Organization, and the Regulations adopted incident hereto may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Managers, and filed with the records of the Company.

ARTICLE ELEVEN**Contracting Debt**

Except as otherwise provided by Law, no debt shall be contracted nor liability incurred by or on behalf of this Company except by the Managers.

ARTICLE TWELVE**Transferability of Member's Interest**

An interest of a Member of this Company may be transferred or assigned to such extent and in the manner permitted in the Operating Agreement. Upon such

H9900002189899 AUG 31 4:31
DIVISION OF REVENUE
FILED
STATE OF FLORIDA

H99000021898

transfer or assignment, or upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member of the Company, or the occurrence of any other event which terminates the continued membership of a member of the Company being duly evidenced to the Managers of this Company the assignee, transferee, or beneficiary shall be recorded as a Member of this Company and shall be entitled to receive the share of profits or other compensation by way of income, and the return of contributions to which that Member otherwise would be entitled.

ARTICLE THIRTEEN**Withdrawal or Reduction of Member's Contribution of Capital**

A Member shall not receive out of the Company property any part of his or its contribution to capital until all liabilities of the Company, except liabilities to Members on account of their contributions to capital, have been paid or sufficient property of the company is available to pay them. A Member shall be entitled to the return of his or its contribution, as well as his or its equity sharing distribution, in the manner provided for in the Operating Agreement.

ARTICLE FOURTEEN**Operating Agreement**

There shall be an Operating Agreement limiting the number of Members of this Company, setting forth the conditions for becoming a Member of this Company, setting forth the terms and conditions pursuant to which this Company shall be capitalized by contributions of capital and/or services of Members, and providing for the manner in which capital contributions shall be returned, as well as the manner of profit sharing between Members of this Company. The structure, terms, and conditions of the Operating Agreement shall be approved by the Managers of this Company prior to the acceptance by this Company of any capital contribution. Upon the acceptance of any capital contribution by this Company, the structure, terms, and conditions of the Operating Agreement may not be modified except with the written consent of all Members.

EXECUTION OF ARTICLES OF ORGANIZATION

IN WITNESS of the foregoing Articles of Organization of this Florida limited liability company, ARGUS INFORMATION GROUP, LC. the undersigned Incorporators have hereunto set their hands and seals this the 30th day of August, 1999.


William L. Whitacre, Esquire
Florida Bar No. 170693

Attorney in Fact and Authorized Representative of Katherine Bowen, Member
INCORPORATOR

[3]

H99000021898

AUG-31-1999 17:25

EMPIRE CORPORATE KIT

P.07/09


H99000021898

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

ARGUS INFORMATION GROUP, LC.

Having been named as Registered Agent and to accept service of process for the Florida limited liability company, ARGUS INFORMATION GROUP, LC 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.



William L. Whitacre
1000 Universal Studios Plaza
Building 22, Suite 247
Orlando, FL USA 32819-7610
REGISTERED AGENT
ARGUS INFORMATION GROUP, LC

99 AUG 31 AM 9:31

FILED
OFFICE OF THE
CLERK OF THE
COURT
JULY 10 1999

H99000021898

H99000021898

ARGUS INFORMATION GROUP, LC

AFFIDAVIT

Pursuant to Florida Statute 608.407 (2)

State of Florida
County of Orange

Before the undersigned authority personally appeared Affiant, WILLIAM L. WHITACRE who having been sworn, on oath says:

1. That he is the Attorney in Fact and Authorized Representative of Katherine Bowen, a member of ARGUS INFORMATION GROUP, LC, a Florida Limited Liability Company.

2. That ARGUS INFORMATION GROUP, LC has at least two members, Katherine Bowen, and Stephanie P. Pipkins.

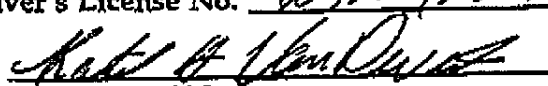
3. That the amount of cash contributed by the members is Two Hundred Fifty Dollars (\$320.00). The property other than cash which has been contributed consists of the manuscript "THE COLLEGE TWO STEP: GETTING IN AND PAYING FOR IT" valued at Twenty Thousand Dollars (\$20,000). The total contributions of cash and property other than cash is Twenty Thousand Two Hundred Fifty Dollars (\$20,250.00).

4. That the total amount of cash anticipated to be contributed by the members is Three Hundred Fifty Thousand Dollars (\$350,000).

Further Affiant sayeth naught.


William L. Whitacre, Esquire
ATTORNEY IN FACT, Florida Bar No. 170693
Authorized Representative of Katherine Bowen, Member
ARGUS INFORMATION GROUP, LC
A Florida Limited Liability Company

Sworn to and subscribed before me this the 31 th day of August, 1999 by William L. Whitacre who is personally known to me, and who has produced as identification, Florida Driver's License No. W328 923 014 0.


Signature of Notary
Print, Type, or Stamp
Commissioned Name of Notary Public

H99000021898



Katrina H Van Deventer
My Commission CC748802
Expires July 31, 2002

H99000021898

ARGUS INFORMATION GROUP, LC

EXHIBIT "A" TO AFFIDAVIT

Pursuant to Florida Statute 608.407 (2)

The property other than cash contributed by the members, of an agreed value of Twenty Thousand Dollars, (\$20,000) which is set forth on the foregoing Affidavit is described as follows:

LITERARY MANUSCRIPT

TITLE: "THE COLLEGE TWO STEP: GETTING IN AND PAYING FOR IT."

VALUE: TWENTY THOUSAND DOLLARS (\$20,000).



William L. Whitacre, Esquire
ATTORNEY IN FACT, Florida Bar No. 170693
Authorized Representative of Katherine Bowen, Member
ARGUS INFORMATION GROUP, LC
A Florida Limited Liability Company

99 AUG 31 AM 9:31

FILED
CLERK OF DISTRICT COURT
DIVISION OF CLERK OF DISTRICT COURT

H99000021898