

**L03000038958**

Florida Department of State  
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**LIMITED LIABILITY COMPANY**

**JC Entertainment Holdings LLC**

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
JC Entertainment Holdings LLC

### Article II. Address

The Company's street and mailing address is:  
JC Entertainment Holdings LLC  
1834 Main Street  
Suite 101  
Weston FL 33326

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
Joaquin R. Urquiola  
Goldstein Schechter Price Lucas Horwitz & Co., P.A.  
2121 Ponce De Leon Boulevard, Suite 1100 —  
Coral Gables FL 33134

EFFECTIVE DATE  
10-10-03

### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International Inc.  
941 Fourth Street  
Miami Beach FL 33139  
(561) 694-8107

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Article V. Management

This will be a manager-managed company. The name and address of each manager is:

JUAN CARLOS LUCES  
1834 Main Street Suite 101 Weston FL 33326  
LUIS HILARIO GOMEZ  
1834 Main Street Suite 101 Weston FL 33326

Article VI. Company Existence

The Company's existence shall begin effective as of October 10, 2003.

The undersigned authorized representative of a member executed these Articles of Organization on October 10, 2003.



\_\_\_\_\_  
CORPORATE CREATIONS INTERNATIONAL INC.  
Kara Rosa Vice President  
by D. Stoutt as attorney-in-fact

Corporate Creations International Inc.  
941 Fourth Street  
Miami Beach FL 33139  
(561) 694-8107

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## STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

JC Entertainment Holdings LLC

REGISTERED AGENT/OFFICE:

Joaquin R. Urquiola  
Goldstein Schechter Price Lucas Horowitz & Co., P.A.  
2121 Ponce De Leon Boulevard, Suite 1100  
Coral Gables FL 33134

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



JOAQUIN R. URQUIOLA  
by D. Stoutt as attorney-in-fact

Date: October 10, 2003

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