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Alan D. Henderson

Frank R. Keasler Jr.

Robert H. Sturgess Douglas R. Maxwell

October 6, 2003

VIA FEDERAL EXPRESS AIRBILL 840019905272

Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

Re: G-Force Entertainment, LLC

Dear Madam/Sir:

Enclosed for filing are the Articles of Organization and Designation of and Acceptance by Registered Agent regarding the above referenced limited liability corporation. In this regard, please accept our firm's check in the amount of \$155.00 for filing fees as follows:

Articles of Organization: \$100.00

Designation of Registered Agent: 25.00

Certified Copy of Articles of Organization: 30.00

TOTAL:

\$ 155.00

Please acknowledge receipt of these documents by date stamping the enclosed copy of this letter and returning same with the Certified Copy of the Articles of Organization.

If there are questions in this regard, please contact our firm.

Sincerely,

HENDERSON KEASLER LAW FIRM

Paralegal to Frank R. Keasler, Jr., Esq.

KK/k Enclosures

cc: G-Force Entertainment, LLC

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EXECUTION COPY

ARTICLES OF ORGANIZATION OF G-FORCE ENTERTAINMENT, LLC

a Florida Limited Liability Company

Article I Name OS OCT 10 PH 4: 37
SECRETATE STATE

The name of the limited liability company is G-FORCE ENTERTAINMENT, LLC.

Article II Address

The mailing address and street address of the principal office of the limited liability company is San Pablo Office Park, 4309 Pablo Oaks Court, Suite Five, Jacksonville, Florida 32224.

Article III Registered Agent, Registered Office and Registered Agent's Signature

The name and Florida street address of the initial registered agent of the limited liability company are:

Frank R. Keasler, Jr.

San Pablo Office Park 4309 Pablo Oaks Court, Suite Five Jacksonville, Florida 32224

Having been named as registered agent and to accept service of process for the above stated 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 as provided for in Chapter 608, F.S.

Registered Agent's Signature

Article IV

<u>Company Management</u>

The limited liability company is a manager-managed company.

IN WITNESS WHEREOF, these Articles of Organization of G-FORCE ENTERTAINMENT, LLC, have

been executed by the undersigned on this 2 day of October, 2003.

Name: Frank R. Keasler, Jr.