

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L09000101420
FILED 8:00 AM
October 21, 2009
Sec. Of State
ncausseaux

Article I

The name of the Limited Liability Company is:
THE STUDIOS OF THE AMERICAS, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
1230 N.W. 144 AVENUE
PEMBROKE PINES, FL. US 33028

The mailing address of the Limited Liability Company is:
1230 N.W. 144 AVENUE
PEMBROKE PINES, FL. US 33028

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
MARK S STEINBERG
9400 SOUTH DADEAND BLVD.
PENTHOUSE FIVE
MIAMI, FL. 33156

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.

Registered Agent Signature: MARK S. STEINBERG

Article V

The name and address of managing members/managers are:

Title: MGRM
PAS MEDIA, INC.
1230 N.W. 144 AVENUE
PEMBROKE PINES, FL. 33028 US

Title: MGRM
GORDON ATLANTIC DEVELOPMENT CORP.
30 EAST END AVENUE
NEW YORK, NY. 10028 US

Title: MGRM
AHO GROUP, LLC
13301 S.W. 124 STREET
MIAMI, FL. 33186 US

Title: MGRM
CGI CAPITAL HOLDINGS, LLC
8400 N.W. 36 STREET SUITE 220
MIAMI, FL. 33166 US

Article VI

The effective date for this Limited Liability Company shall be:

10/20/2009

Signature of member or an authorized representative of a member

Signature: MARK S. STEINBERG

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