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12 JAN 18 PM 1:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Moseley
Prichard
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Knight
& Jones

Attorneys & Counselors at Law
FOUNDED IN 1906

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Richard K. Jones
rkjones@mppkj.com

January 16, 2012

Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, Florida 32314

Re: Starboard Films, LLC
Our Ref. 06330-12003

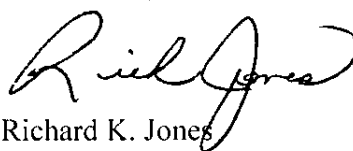
Dear Sir or Madam:

Enclosed herewith please find Articles of Incorporation for filing with the Department of State relative to Starboard Films, LLC. Also enclosed is check in the amount of \$125.00 to cover the filing fee.

Thank you for your assistance in this matter.

Sincerely,

MOSELEY, PRICHARD, PARRISH, KNIGHT & JONES


Richard K. Jones

James F. Moseley
J.W. Prichard, Jr.
Robert B. Parrish
Andrew J. Knight II **
Richard K. Jones
James F. Moseley, Jr. *
Phillip A. Buhler
Stanley M. Weston *
Tracy Alan Chesser *
Eric L. Hearn
David C. Reeves
P. Michael Leahy
Thomas C. Sullivan +
Shea Michael Moser *
J. Matthew Rabil
Casandra D. Lim
John W. Wallace
Jeffrey A. Yarbrough
Lindsay M. West

Neil C. Taylor
(Retired)

E. Dale Joyner
(1943-1993)

* Also Admitted in Georgia
* Certified Circuit Mediator
State and Federal Courts

Enclosures:
cc: Edward C. Kukla
RKJ/heh

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: STARBOARD FILMS, LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

EDWARD C. KUKLA
Name of Person

STARBOARD FILMS
Firm/Company

411 WALNUT ST. #8908
Address

GREEN COVE SPRINGS, FL 32043
City/State and Zip Code

EKCINE @ GMAIL.COM
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

EDWARD KUKLA at (248) 705-8798
Name of Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

STARBOARD FILMS LLC

(Must end with the words "Limited Liability Company," "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

411 WALNUT ST. #8908
GREEN COVE SPRINGS
FL 32043

Mailing Address:

411 WALNUT ST. #8908
GREEN COVE SPRINGS
FL 32043

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Richard K. Jones
Name

501 W. Bay St.
Florida street address (P.O. Box **NOT** acceptable)

Jacksonville FL 32202
City, State, and Zip

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TALLAHASSEE, FLORIDA

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..

Richard K. Jones
Registered Agent's Signature (REQUIRED)

(CONTINUED)

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

MGR

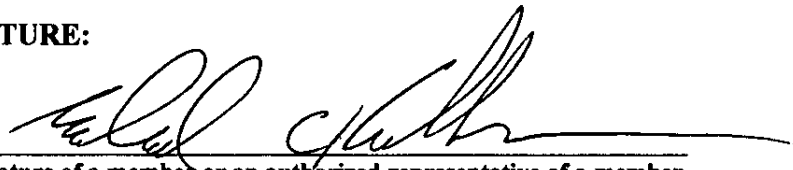
Name and Address:

EDWARD KUKLA
411 WALNUT ST #8908
GREEN COVE SPRINGS
FL 32043

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____ . (OPTIONAL)
(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

EDWARD C. KUKLA

Typed or printed name of signee

Filing Fees:

- \$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)