

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

L12000006921
FILED 8:00 AM
January 17, 2012
Sec. Of State
ncausseauX

Article I

The name of the Limited Liability Company is:

1 LOYALTY FILM FUNDING LLC

Article II

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

6421 CONGRESS AVE
SUITE 201
BOCA RATON, FL. 33487

The mailing address of the Limited Liability Company is:

16 WILLOWBROOK LN
103
DELRAY BCH, FL. 33446

Article III

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

VINCENT V VAN GOGH
16 WILLOWBROOK LN
103
DELRAY BCH, FL. 33446

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: VINCENT V VAN GOGH

Article IV

The name and address of managing members/managers are:

Title: MGRM
AARON HANSON
34 GROVE ST
GARDENS CITY, LI. 11530

Title: MGRM
STANLEY A JONES
13423 TOWNE AVE
LOS ANGELES, CA. 90061

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Signature of member or an authorized representative of a member

Electronic Signature: VINCENT VAN GOGH

I am the member or authorized representative submitting these Articles of Organization and affirm that the facts stated herein are true. I am aware that 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. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the LLC and every year thereafter to maintain "active" status.