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January 27, 2000

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

Ladies and Gentlemen:

I am enclosing for filing the Articles of Organization of Pure Entertainment, L.L.C., a limited liability company. Once filed, please send a certified copy and certificate of status to Paul J. Curley, Moskowitz Altman & Hughes, 11 E. 44<sup>th</sup> Street, Suite 504, New York, NY 10017. I have enclosed a check in the amount of \$160.00 for the applicable fees.

Thank you for your assistance.

Very truly yours,

  
Andrew Barnett

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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**ARTICLES OF ORGANIZATION  
OF  
PURE ENTERTAINMENT, L.L.C.**

**ARTICLE I - Name:**

The name of the Limited Liability Company is: Pure Entertainment, L.L.C.

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Limited Liability Company is: One E. Broward Blvd., Suite 905, Ft. Lauderdale, Florida 33301

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

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

Andrew Barnett  
One E. Broward Blvd., Suite 905  
Ft. Lauderdale, Florida 33301

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DIVISION OF CORPORATIONS

*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.*

  
\_\_\_\_\_  
Andrew Barnett

**ARTICLE IV - Management:**

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

(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).

  
\_\_\_\_\_  
Andrew Barnett