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ACCOUNT NO. : 072100000032

REFERENCE : 759106 7135588

AUTHORIZATION :

Patricia Piggett

COST LIMIT : \$ 155.00

MJH

ORDER DATE : July 11, 2000

ORDER TIME : 10:05 AM

ORDER NO. : 759106-005

CUSTOMER NO: 7135588

300003319703--6

CUSTOMER: Ellen Rose, Esq
Therrel Baisden, P.a.

Suntrust International Center
One S.e. 3rd Ave. Suite 2400
Miami, FL 33131

DOMESTIC FILING

NAME: VIXEN PROMOTIONS, L.L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 11 PM 2:39

RECEIVED
00 JUL 11 AM 11:2
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
FALLS CHURCH, VA 22044

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 11 PM 2:39

ARTICLES OF ORGANIZATION
FOR
VIXEN PROMOTIONS, L.L.C.

ARTICLE I

Name

The name of the Limited Liability Company is **VIXEN PROMOTIONS, L.L.C.**

ARTICLE II

Address

The mailing address and street address of the principal office of the Limited Liability Company is c/o Jonathan Fryd 523 Michigan Avenue, Miami Beach, Florida 33139.

ARTICLE III

Duration

This period of duration for the Limited Liability Company shall be: PERPETUAL.

ARTICLE IV

Purpose

This Limited Liability Company is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Limited Liability Company Act.

ARTICLE V

Registered Agent

The street address of the initial registered office of the Limited Liability Company shall be Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131 and the name of the initial registered agent of the Limited Liability Company at that address is Ellen Rose, Esq.

ARTICLE VI
Effective Date

Pursuant to Florida Statute Section 608.409, the Limited Liability Company's existence shall be effective as of July 10, 2000 which is within five (5) business days prior to the date these Articles of Organization are filed with the Department of State.

The undersigned authorized representative of a member of VIXEN PROMOTIONS, L.L.C., hereby executes these Articles of Organization on this 10 day of July, 2000.



Ellen Rose, authorized
representative by Power of
Attorney

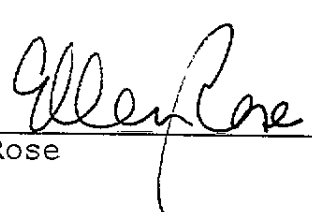
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATED A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is **VIXEN PROMOTIONS, L.L.C.**
2. The name and the Florida street address of the registered agent and office are:

Ellen Rose, Esquire
Therrel Baisden, P.A.
SunTrust International Center
One S.E. 3rd Avenue, Suite 2400
Miami, Florida 33131

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.



Ellen Rose