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DIVISION OF CORPORATIONS

**LIMITED LIABILITY COMPANY**


**SunStar Theatres Naples, LLC**

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**HODGSON RUSS  
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WOODS &  
GOODYEAR<sub>LLP</sub>**  
ATTORNEYS AT LAW

2000 Glades Road, Suite 400  
Boca Raton, Florida 33431  
561-394-0500  
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A Registered Limited Liability Partnership Including Professional Associations

Please deliver the following pages to:

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Must be Sent by: January 29, 2001 Time: Before 5:00 p.m.  
From: Hazel A. Gianatiempo  
Total Pages: 4 (including cover page)  
Comments: Attached are the Articles of Organization for SunStar Theatres Naples, LLC

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**ARTICLES OF ORGANIZATION  
FOR  
SUNSTAR THEATRES NAPLES, LLC**

**ARTICLE I  
NAME**

The name of the limited liability company is SUNSTAR THEATRES NAPLES, LLC  
(the "LLC").

**ARTICLE II  
ADDRESS**

The mailing address and the street address of the principal office of the LLC is  
770 Riverside Drive, Coral Springs, FL 33071

**ARTICLE IV  
INITIAL REGISTERED AGENT**


The name and the street address of the initial registered agent of the LLC in the State of  
Florida are:

HRAWG CORP.  
2000 Glades Road, Suite 400  
Boca Raton, Florida 33431-8599

**ARTICLE VII  
MANAGEMENT**

The LLC is to be a member-managed company.

IN WITNESS WHEREOF, the undersigned made and executed these Articles of  
Organization this 29th day of January, 2001.

  
Hazel A. Gianatiempo  
Organizer

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**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 DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is SUNSTAR THEATRES NAPLES, LLC.
2. The name and the Florida street address of the registered agent and office are:

HRAWG CORP.  
2000 Glades Road, Suite 400  
Boca Raton, Florida 33431-8599

*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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and it is familiar with and accept the obligations of its position as registered agent.*

HRAWG CORP.

By:

*Richard A. Gbetz*  
Richard A. Gbetz, President

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TALLAHASSEE, FLORIDA

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