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Fax Number : (850)205-0383

From:

Account Name : BILZIN, SUMBERG DUNN PRICE & AXELROD LLP

Phone

: (305)374-7580 Fax Number : (305)350-2446

AL I

LIMITED LIABILITY COMPANY

VIDEO GAME TELEVISION (VGTV), LLC

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ARTICLES OF ORGANIZATION OF VIDEO GAME TELEVISION (VGTV), LLC

- 1. The name of the limited liability company is VIDEO GAME TELEVISION (VGTV), LLC.
- 2. The mailing address and the street address of the principal office of the limited liability company is:

1521 Alton Road Suite 186 Miami Beach, Florida 33139.

3. The name and street address of the initial registered agent of the limited liability company are:

Marshall Pasternack 200 S. Biscayne Blvd. Suite 2500 Miami, Florida 33131-2336.

Dated as of May 18, 2001.

Marshall Pasternack

Authorized Representative

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, who has been designated in the foregoing Articles of Organization as registered agent for the limited liability company therein named, hereby agrees that (i) he accepts such appointment as registered agent and will accept service of process for and on behalf of said limited liability company, and (ii) he is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited liability company.

Dated as of May 18, 2001.

Marshall Pasternack, Registered Agent

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