CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Potter Video, LCC	7000045125177 -08/02/0101036027 ****155.00 ****155.00		
Signature Requested by: Name Date Time Walk-In Will Pick Up	Art of Inc. File LTD Partnership File Foreign Corp. File LC. File Fictitious Name File Trade/Service Mark Merger File Art. of Amend. File RA Resignation Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy Photo Copy Certificate of Good Standing Certificate of Fictitious Name Corp Record Search Officer Search Fictitious Search Fictitious Owner Search Driving Record UCC 1 or 3 File UCC 11 Search UCC 11 Retrieval Courier		
174 Pander's Printing - Thomasville, GA 8/00			

ARTICLES OF ORGANIZATION

OF

POTTER VIDEO, LLC

THE UNDERSIGNED, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be **POTTER VIDEO**, **LLC** (hereinafter called "Company"). The principal place of business of the Company in Florida shall be in Brevard County.

ARTICLE II - ADDRESS

The mailing address and street address of the Company's principal office are:

Mailing Address:

779 E. Merritt Island Causeway

PMB 805

Merritt Island, Florida 32952

Street Address:

779 E. Merritt Island Causeway

PMB 805

Merritt Island, Florida 32952

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State, and the Company shall exist perpetually unless the Company is dissolved as provided by law or its operating agreement.

ARTICLE IV - PURPOSES AND POWER

The general purpose for which the Company is organized is to: design, construct, own use, buy, sell, lease, hire, deal in and with articles of property of all kinds, render services of all kinds, and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

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ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida and principal office is:

Markey & Fowler, PA
25 McLeod Street
Merritt Island, Florida 32953

ARTICLE VI - MANAGEMENT

The Company shall be managed by one or more managers in accordance with the operating agreement adopted by the members for the management of the business and affairs of the Company. The operating agreement may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

IN WITNESS WHEREOF, the undersigned, being an authorized representative of all of the members of the Company has made and subscribed these Articles of Organization at Merritt Island, Florida, for the foregoing uses and purpose, on August 1, 2001.

Shannon Pinholster
Shannon Pinholster

STATE OF FLORIDA COUNTY OF BREVARD

The foregoing instrument was acknowledged before me on (200) -1, 2001	. ,	_
by Shannon Pinholster, who ispersonally known to me or has produced the followin	g	
form of identification:	5	
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Compando Por Manuel Sas	_ \(\frac{1}{2}\)	コイチ
Notary Public, State of Florida at Large	_	
	<u></u>	200
Printed Name:		
Commission No:		-
Commission expires: Amanda P Spinners Der	57	
* My Commission CC9376	30	•
Expires May 17, 2004	-	

CERTIFICATE OF DESIGNATION FOR REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF FLORIDA STATUTES, SECTION 608.415, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- The name of the limited liability company is: POTTER VIDEO, LLC 1.
- 2. The name and address of the registered agent and office is:

Markey & Fowler, P.A. 25 McLeod Street Merritt Island, Florida 32953

Having been named as registered agent and to accept service of process of 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 the obligations of my position as registered agent.

Kevin P. Markey, as President of

Markey & Fowler, P.A. -