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**LIMITED LIABILITY COMPANY**  
**IMAGINE MEDIA PRODUCTIONS, LLC**

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ARTICLES OF ORGANIZATION OF  
IMAGINE MEDIA PRODUCTIONS, LLC  
A FLORIDA LIMITED LIABILITY COMPANY

The undersigned desiring to form a Limited Liability Company under and pursuant to Section 608.404 of the Limited Liability Act, pursuant to Chapter 608 of the Florida Statutes, of the State of Florida, do hereby certify as follows:

FIRST: The name of said limited liability company shall be, IMAGINE MEDIA PRODUCTIONS, LLC, and the mailing address and the street address of the principal office of the limited liability company shall be 555 N. E. 15<sup>th</sup> Street, 7<sup>th</sup> Floor, Miami, Florida 33132.

SECOND: IMAGINE MEDIA PRODUCTIONS, LLC shall have a perpetual duration from the date of filing of these Articles of Organization.

THIRD: The purpose for which, IMAGINE MEDIA PRODUCTIONS, LLC is formed is:

- (a) to import, export, broker and distribute a variety of products and services; and
- (A) to transact any and all lawful acts or activities for which limited liability companies may be formed under Chapter 608 of the Statutes of the State of Florida.

FOURTH: The maximum number of ownership units which, IMAGINE MEDIA PRODUCTIONS, LLC, is authorized to have outstanding is one hundred (100), all of which shall be identical units, and each of which shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one (1) is the numerator and the total units outstanding is the denominator.

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Articles of Organization  
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FIFTH: The limited liability company shall be manager-managed and will have two (2) Members:

Name: Dennys Mejia

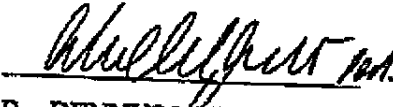
Percentage of Ownership: 50%

Name: Carlos Basto

Percentage of Ownership: 50%

SIXTH: The name and mailing address of the company's registered agent is CARLOS BASTO, whose mailing address is 555 N. E. 15<sup>th</sup> Street, 7<sup>th</sup> Floor, Miami, Florida 33132.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 29th day of August, 2001.

  
By: DENNYS MEJIA  
Member

  
By: CARLOS BASTO  
Member

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### Designation and Acceptance of Registered Agent

Pursuant to the provisions of Florida Statutes, the undersigned limited liability Company organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the limited liability Company is IMAGINE MEDIA PRODUCTIONS, LLC
2. The name of the registered agent is CARLOS BASTO.
3. The address of the registered agent/registered office is 555 N.E 15<sup>th</sup> Street, 7<sup>th</sup> Floor, Miami, Florida 33132.

### Acceptance

Having been named as registered agent and designated to accept service of process for the above limited liability company, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision 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.

  
By: CARLOS BASTO

Date: August 29, 2001