Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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LIMITED LIABILITY COMPANY

Showtime Theatres of Florida, LLC

Certificate of Status	0
Certified Copy	1
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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Showtime Theatres of Florida, LLC

ARTICLE II - Address:

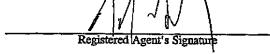
The mailing address and street address of the principal office of the Limited Liability Company is:

201 Alhambra Circle, Suite 601 Coral Gables, FL 33134

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:	TALL
The name and the Florida street address of the registered agent are:	
David Shear Name	AKTE
201 Alhambra Circle, Suite 601 Florida street address (P.O. Box NOT acceptable)	
Coral Gables, Florida 33134)RIO

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.

City, State, and Zip



Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

Article V - Effective Date:

These Articles of Organization shall become effective on January 1, 2002.

Signature of a member or an aethorized representative of a member.
(In accordance with section 608,408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
Leon Cohen, Member
Typed or printed name of signee