

**Electronic Articles of Organization
For
Florida Limited Liability Company**

**L02000000942
FILED
January 14, 2002
Sec. Of State**

Article I

The name of the Limited Liability Company is:

CIAO MEDIA LLC

Article II

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

2515 LONGWOOD COURT
TITUSVILLE, FL. US 32780

The mailing address of the Limited Liability Company is:

2515 LONGWOOD COURT
TITUSVILLE, FL. US 32780

Article III

The name and Florida street address of the registered agent is:

ANTHONY P FRESINA
2515 LONGWOOD COURT
TITUSVILLE, FL. US 32780

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.

Registered Agent Signature: ANTHONY P. FRESINA

Article IV

The name and address of members/managers are:

Title: MGRM
ANTHONY P FRESINA
2515 LONGWOOD COURT
TITUSVILLE, FL. US 32780

Article V

Articles of Organization for Ciao Media LLC, a Limited Liability Company

First: The name of this Company is Ciao Media LLC, a Limited Liability Company.

Second: Its registered office in the State of Florida is 2515 Longwood Court, Titusville, FL 32780

Third: The purpose of the Company shall be:

To engage in any lawful act or activity for which a Limited Liability Company may be formed. This shall include but is not limited to publishing, event management, and commercial photography, and multimedia production and services.

Fourth: The Company shall exist in perpetuity, unless dissolved by law.

Fifth: The names and mailing addresses of the persons this Limited Liability Company at the instructions of its members is as follows:

Anthony P. Fresina, 2515 Longwood Court, Titusville, Florida 32780

James E. Pombriant, 2515 Longwood Court, Titusville, Florida 32780

Sixth: The regulation of the internal affairs of the Company is set forth in the Limited Liability Company Agreement maintained by the members.

Seventh: The total amount of cash and the description and agreed value of property contributed to the Company is as follows:

Member Anthony P. Fresina, \$200 cash

Member James E. Pombriant, \$200 cash

Eighth: The members shall have the right to admit additional members to the Company upon unanimous written consent and vote of all existing members.

Ninth: Unless in writing, no member shall have any obligation to make any additional contributions to the Company.

Tenth: The company shall be managed by one member manager. This initial member manager is Anthony P. Fresina. The member manager may only be changed by a unanimous written consent and vote of all existing members.

Eleventh: No interest in the Company may be transferred except upon unanimous written consent and vote of all existing members.

In witness whereof, the undersigned, being the individual forming the Company herein before named, as executed, signed and acknowledged this Articles of Organization this 13th day of January 2002.

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Article V (continued)

Anthony P. Fresina

Signature of member or an authorized representative of a member

Signature: ANTHONY P. FRESINA