### CAPITAL CONNECTION, INC.

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# Media Technologies/Home

Entertainment, L.L.C.

## 003404

Art of Inc. File\_\_

LTD Partnership File\_

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		 Foreign Corp. File
		 L.C. File
		 Fictitious Name File
		 Fictitious Name File  Trade/Service Mark  Merger File
		 Merger File 5
		 Merger File
		 Art. of Amend. File
		 Dissolution / Withdrawal
		 Annual Report / Reinstatement
		 Cert. Copy
		 Photo Copy
		 Certificate of Good Standing
		 Certificate of Status
		 Certificate of Fictitious Name
		 Corp Record Search
	•	 Officer Search
		 Fictitious Search
Cignotura		 Fictitious Owner Search
Signature		 Vehicle Search
		 Driving Record
Requested by:	2/12/02 10:45 10:45	 UCC 1 or 3 File
		 UCC 11 Search
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#### ARTICLES OF ORGANIZATION

#### OF

#### MEDIA TECHNOLOGIES/HOME ENTERTAINMENT, L.L.C.

The undersigned hereby certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit and hereby adopt the following Articles of Organization for such limited liability company:

#### ARTICLE I NAME AND PRINCIPAL OFFICE

The name of this limited liability company is MEDIA TECHNOLOGIES/HOME ENTERTAINMENT, L.L.C., and its principal office and mailing address is located at 8915 Conroy Windermere Road, Orlando, Florida 32835.

#### ARTICLE II DURATION

The existence of this limited liability company shall be perpetual, commencing upon the filing of the Articles of Organization by the Florida Department of State.

## ARTICLE III PURPOSE

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

#### ARTICLE IV MEMBERSHIP

The members of this limited liability company have the right to admit additional members to this organization upon the unanimous consent of those individuals or entities who are members prior to the admission of the new members. However, the transferee or assignee shall not be entitled to become a member or participate in the business and affairs of this limited company unless the transfer or assignment is approved by the unanimous consent of the members not

proposing to transfer or assign their interests.

#### ARTICLE V DISSOLUTION

The limited liability company will dissolve as provided in the Operating Agreement executed by and among its members.

#### ARTICLE VI MANAGEMENT

This organization is to be managed by a manager or managers elected by a majority vote of its members. The initial manager, who shall serve until the earlier of his death, resignation, replacement or until the first annual meeting of members and his successor is elected and qualified, shall be GERALD MATTIA.

## ARTICLE VII INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this limited liability company shall be located at 8915 Conroy Windermere Road, Orlando, Florida 32835, and the initial registered agent of the limited liability company at that address shall be GERALD MATTIA.

GERALD MATTIA

(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.)

### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

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.

Dated this \_\_\_\_\_\_

day of February, 2002.

GERALD MATTLA Registered Agent

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