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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAR 13

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LIMITED LIABILITY COMPANY

Only Artists Management, LLC

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**ARTICLES OF ORGANIZATION
OF
ONLY ARTISTS MANAGEMENT, LLC**

FILED STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
02 MAR 13

The undersigned, acting as organizer of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

ARTICLE I - NAME OF COMPANY

The name of the limited liability company is Only Artists Management, LLC (the "Company").

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal office of the Company is 800 North Magnolia Avenue, Suite 1500, Orlando, Florida 32803. The mailing address of the Company is 800 North Magnolia Avenue, Suite 1500, Orlando, Florida 32803.

ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of the Company in the State of Florida is 800 North Magnolia Avenue, Suite 1500, Orlando, Florida 32803. The name of the registered agent of the Company at that address is Dean Mead Services, LLC.

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02 MAR 13

ARTICLE IV - MANAGEMENT BY MEMBERS

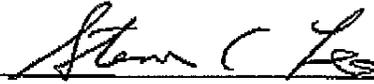
The Company is to be a member-managed company.

ARTICLE V - EFFECTIVE DATE

The effective date of these Articles of Organization, and the beginning of the existence of the Company, shall be the date of filing of these Articles of Organization with the Florida Department of State.

The undersigned authorized member-representative has made and subscribed these Articles of Organization this 12th day of March, 2002.

Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.



Steven C. Lee, authorized member-representative

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.

DEAN MEAD SERVICES, LLC

By: Dean, Mead, Egerton, Bloodworth,
Capouano & Bozarth, P.A., Sole Member

By: 

Steven C. Lee, Vice President

Date: March 12, 2002