

L020000011083

Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : BEATRIZ M. CAPOTE, P.A.
Account Number : 119990000052
Phone : (305) 374-1555
Fax Number : (305) 374-0908

LIMITED LIABILITY COMPANY**Mercury Art Cinema, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$125.00

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APPROVED
AND
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TALLAHASSEE, FLORIDA

DIVISION OF CORPORATION

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ARTICLES OF ORGANIZATION

OF

MERCURY ART CINEMA, LLC

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida do set forth the following:

1. **NAME.**

The name of the Limited Liability Company is:

MERCURY ART CINEMA, LLC

2. **ADDRESS OF PRINCIPAL OFFICE.**

The mailing address and street address of the principal office of the Limited Liability Company is: 5580 N.E. 4 Court, #5, Miami, FL 33137.

3. **NAME AND ADDRESS OF REGISTERED AGENT.**

The name and address of the initial registered agent in Florida for the Limited Liability Company is: Beatriz M. Capote, Esq., 799 Brickell Plaza, Suite 700, Miami, FL 33131.

4. **PERIOD OF DURATION.**

The period of duration of the Limited Liability Company shall be from the date of filing until the first to occur of the following:

- (i) Thirty (30) years from the date of filing of these

Articles of Organization with the Department of State, or

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(ii) Dissolution of the Limited Liability Company
pursuant to provisions of the Florida Limited Liability Company
Act.

5. PURPOSE.

The purpose for which the Limited Liability Company is organized is to
engage in any and all businesses and activities permitted by the laws of the State of Florida.
The Limited Liability Company shall have all of the powers vested in a limited liability company
organized and existing by virtue of such laws.

6. ADDITIONAL MEMBERS.

Members may admit additional members upon unanimous agreement of
the then existing members.

7. CONTINUITY OF BUSINESS.

Upon the death, retirement, resignation, expulsion, bankruptcy, or
dissolution of a member or the occurrence of any other event which terminates the continued
membership of a member in the Limited Liability Company, the business of the Limited
Liability Company shall not be continued and the Limited Liability Company shall be dissolved
unless there is obtained the consent of all the remaining members of the Limited Liability
Company.

8. MANAGEMENT.

The Limited Liability Company is to be managed by two (2) managers.
The name and address of such managers who are to serve as managers until the first annual

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meeting of members or until their successor is elected and qualified are as follows:

MARK SOYKA
5582 N.E. 4 Court, Suite 6
Miami, FL 33137

-and-

CESAR HERNANDEZ-CANTON ^{as}
~~471 N.E. 58 Street~~ 5580 NE 4th Cr.
~~Miami, FL 33137~~ #5/miami, FL
33137

Executed on this 8 day of May, 2002, by the undersigned members of
MERCURY ART CINEMA, LLC.


MARK SOYKA


CESAR HERNANDEZ-CANTON

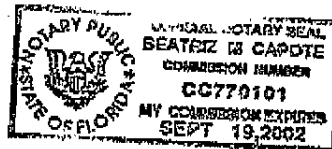

JOHNNY CALDERIN

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 8 day of May, 2002, by
MARK SOYKA, a member of MERCURY ART CINEMA, LLC, who is personally known to
me or who has produced _____ as identification.

My commission expires:


NOTARY PUBLIC
Print Name: _____



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NOTARY PUBLIC
ALLIANCE OF FLORIDA

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STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 8 day of May, 2002, by CESAR HERNANDEZ-CALDERIN, a member of MERCURY ART CINEMA, LLC, who is personally known to me or who has produced _____ as identification.

My commission expires:


NOTARY PUBLIC
Print Name: _____

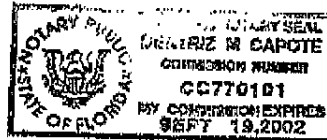


STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 8 day of May, 2002, by JOHNNY CALDERIN, a member of MERCURY ART CINEMA, LLC, who is personally known to me or who has produced _____ as identification.

My commission expires:


NOTARY PUBLIC
Print Name: _____



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CLERK OF DISTRICT COURT
JAIL MIAMI, FLORIDA

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J:\WORK\BMC\MARK'S\MERCURY\ARTORGLC

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**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the limited liability company is: **MERCURY ART CINEMA, LLC.**

The name and address of the registered agent and office is:

**Beatriz M. Capote, Esq.
799 Brickell Plaza, Suite 700
Miami, FL 33131**

HAVING BEEN NAMED 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.


BEATRIZ M. CAPOTE, ESQ.

4-8-02

DATE

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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