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OF COUNSEL STUART J. YOUNG

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May 13, 2002

Florida Division of Corporations Registration Section P.O. Box 6327 Tallahassee, FL 32314

Dear Sir:

Enclosed is Articles of Organization for the Florida Limited Liability Company, IN ROOM THEATER LLC.

Additionally, enclosed is check fo \$155.00, representing the filing fee of \$100.00, \$25.00 for the designation of registered agent, and \$35.00 for a certified copy.

Please forward the receipt directly to this office together with the certified copy...

Very truly yours,

Burton Cohen

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - The name of the Limited Liability Company is:

IN ROOM THEATER LLC

ARTICLE II: The mailing address and street address of the principal office of the Limited Liability Company is: 4192 Grandchamp Circle, Palm Harbor, Florida 34684

ARTICLE III: The name and the Florida street address of the registered agent are

Name: Jon Gieselman

Street Address: 4192 Grandchamp Circle Palm Harbor, Florida 34684

Having been named as registered agent and to accept service of process for 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.

Registered Agent's Signature

Signature of a member or an authorized

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.)

ION GIESELMAN

Typed or printed name of Signee