

L020000018320

Florida Department of State

Division of Corporations
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To:

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

From:

Account Name : ACE INDUSTRIES, INC.
Account Number : 070744001530
Phone : (305) 358-2571
Fax Number : (305) 358-7832

LIMITED LIABILITY COMPANY**AMERICAN ENTERTAINMENT GROUP, L.L.C.**

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$155.00

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN JUL 19 2002

H02-168893

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name of Limited Liability Company:

AMERICAN ENTERTAINMENT GROUP, L.L.C.

ARTICLE II: Mailing Address & Street Address of Limited Liability Company:

Address: 150 SE 2ND Avenue, Suite 1200
City, State, & Zip: Miami, Florida 33131

ARTICLE III - Registered Agent's Name, Office Address, & Registered Agent's Signature:

BORIS ROSEN

Name
150 S.E. 2ND AVENUE, SUITE 1200
Address (P.O. Box NOT Acceptable)

Miami, Florida 33131
City, State, Zip

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.

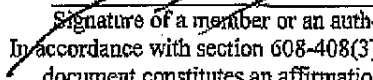

Registered Agent's Signature

Date

July 17, 2002

Article IV - Management (Check Box if applicable)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a managed company.


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,

IN-CO, L.L.C.
By: Edgar Halac, Managing Member
Typed or printed name of signee.

H02-168893

Prepared By: Ace Industries 54 NW 11th Street, Miami, Florida 33136 (305) 358-2571

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