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LIMITED LIABILITY COMPANY

GoodFeelingFilms, LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
GoodFeelingFilms, LLC

Article II. Address

The Company's street and mailing address is:
GoodFeelingFilms, LLC
246 Woodlake Wynde
Oldsmar FL 34677

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Kevin D. Astl, Esquire
215 Vern Street
Suite A
Tampa FL 33606

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Kevin D. Astl | FL Bar Member
Kevin D. Astl, P.A.
215 Vern Street
Suite A
Tampa FL 33606
813-254-1555

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Article V. Management

This will be a member-managed company. The name and address of each member is:

COLBY GLENN RIGGS
246 Woodlake Wynde Oldsmar FL 34677
KEVIN ANTHONY ARMSTRONG
246 Woodlake Wynde Oldsmar FL 34677

Article VI. Company Existence

The Company's existence shall begin effective as of July 31, 2002.

The undersigned authorized representative of a member executed these Articles of Organization on August 1, 2002.



KEVIN D. ASTI
by V. Cine as attorney-in-fact

Kevin D. Asti | FL Bar Member
Kevin D. Asti, P.A.
215 Vern Street
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Tampa FL 33606
813-264-1555

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

GoodFeelingFilms, LLC

REGISTERED AGENT/OFFICE:

Kevin D. Astl, Esquire
215 Vern Street
Suite A
Tampa FL 33606

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



KEVIN D. ASTL, ESQUIRE
by V. Cine as attorney-in-fact

Date: August 1, 2002

Kevin D. Astl | FL Bar Member
Kevin D. Astl, P.A.
215 Vern Street
Suite A
Tampa FL 33606
813-254-1555

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