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FILED
02 SEP 27 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Jupiter Office
(561) 748-0042
Tallahassee Office
(850) 681-3828

September 24, 2002

Florida Department of State
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

100008044751--8
-09/26/02--01023--001
****155.00 ****155.00

Re: MaxRez Productions, LLC

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Organization of the above referenced LLC along with a check in the amount of \$155.00

Please file the enclosed document with the Florida Secretary of State and obtain a certified copy and return the certified copy to my office.

Should you have any questions, please do not hesitate to call.

Sincerely,



Tracie A. Castiglia
Secretary to Martin V. Katz

/tac
Enclosures

**ARTICLES OF ORGANIZATION
OF
MAXREZ PRODUCTIONS, LLC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby forms and establishes a limited liability company under the laws of the State of Florida.

ARTICLE I

The name of this limited liability company is MAXREZ PRODUCTIONS, LLC("Company").

ARTICLE II

This limited liability company shall have the perpetual existence from the date of filing these Articles with the Department of State unless sooner terminated by law.

ARTICLE III

The mailing address and street address of the principal place of business of the Company is 3229 El Camino Real, West Palm Beach, FL 33409. The Company may, at its discretion, at any time, change the address of its principal place of business.

ARTICLE IV

The name and street address of the initial registered agent of this Company is Steven J. Gilbert, 3229 El Camino Real, West Palm Beach, FL 33409.

ARTICLE V

The management of this Company shall be vested in one managing member who is: Steven J. Gilbert, whose address is 3229 El Camino Real, West Palm Beach, FL 33409.

ARTICLE VI

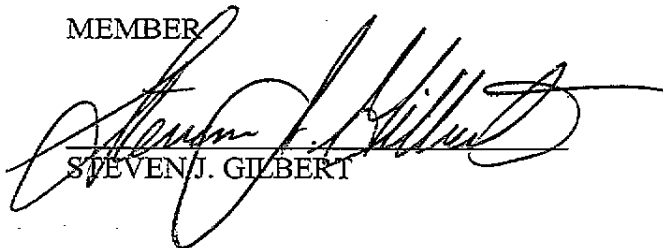
Additional members may be admitted to this Company upon such terms and conditions as may be established in the Company's operating agreement.

ARTICLE VII

The business of this Company shall be dissolved on 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 this Company, unless a majority in interest of the remaining members consent to the continuation of the business of the Company within ninety days of the occurrence of any event which would otherwise terminate the existence of this Company.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 24 day of September, 2002.

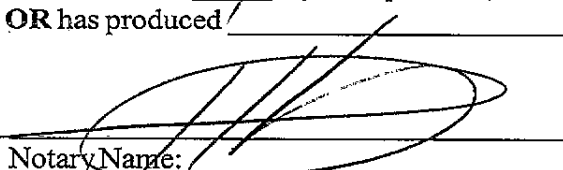
MEMBER


STEVEN J. GILBERT

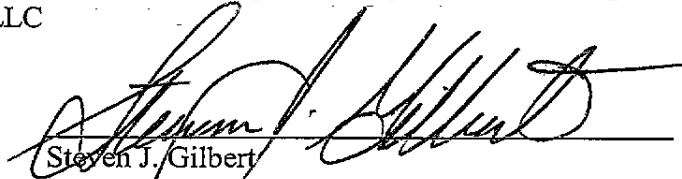
STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 24 day of September, 2002, by Steven J. Gilbert, who is personally known to me, **OR** has produced _____ as identification.




Notary Name: _____
Notary Public
Serial (Commission) Number _____
(If any) _____

I am familiar with and hereby acknowledge and accept the obligations of the Registered Agent for MAXREZ PRODUCTIONS, LLC


Steven J. Gilbert
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA