

**Electronic Articles of Organization
For
Florida Limited Liability Company**

**L02000033227
FILED 8:00 AM
December 11, 2002
Sec. Of State**

Article I

The name of the Limited Liability Company is:

ALTER ENTERTAINMENT GROUP, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

2100 N. OCEAN BLVD 2801
FT LAUDERDALE, FL. 33139

The mailing address of the Limited Liability Company is:

2100 N. OCEAN BLVD 2801
FT LAUDERDALE, FL. 33139

Article III

The name and Florida street address of the registered agent is:

INCORPORATE USA, INC.
3150 SANDY RIDGE DR
CLEARWATER, FL. 33761

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.

Registered Agent Signature: JOHN MARTIN FOR INCORPORATE USA

Article IV

The name and address of managing members/managers are:

Title: MGR
MICHAEL STORMS
1500 BAY RD # 438
MIAMI BEACH, FL. 33139

Title: MGR
RUDOLF PIEPER
1233 COLLINS AVE # 6
MIAMI BEACH, FL. 33139

Title: MGR
MARIO SOPENA
2100 N. OCEAN BLVD # 2801
FT. LAUDERDALE, FL. 33305

Signature of member or an authorized representative of a member

Signature: JOHN F. MARTIN

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