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TALLAHASSEE, FLORIDA

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LIMITED LIABILITY COMPANY

TREE MOVIES, LLC

Certificate of Status	0
Certified Copy	1
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ARTICLES OF ORGANIZATION
of
TREE MOVIES, LLC

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These Articles of Organization are submitted for the purpose of forming a limited liability company pursuant to Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as the same may from time to time be amended (the "Act").

ARTICLE I

NAME

The name of the limited liability company (the "Company") is:

TREE MOVIES, LLC

ARTICLE II

ADDRESS

The initial mailing address of the Company is 12202 Mayors Drive, Jacksonville, Florida, 32223. The initial street address of the principal office of the Company is 12202 Mayors Drive, Jacksonville, Florida, 32223.

ARTICLE III

REGISTERED AGENT

The name and street address of the initial registered agent of the Company for service of process in the State of Florida is as follows:

Gresham R. Stoneburner
One Independent Drive, Suite 2000
Jacksonville, Florida, 32202

ARTICLE IV

MANAGEMENT

The Company is to be a manager-managed Company.

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**ARTICLE V
OPERATING AGREEMENT**

The members shall have the power to adopt, alter, amend or repeal an operating agreement as contemplated by the Act (the "Operating Agreement"). The Operating Agreement adopted by the member(s) may be amended, repealed, or altered or a new Operating Agreement may be adopted, from time to time by the member(s).

**ARTICLE VI
LIMITED LIABILITY**

No member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

IN WITNESS WHEREOF, the undersigned, being a Member of the Company has executed these Articles of Organization this 26th day of December, 2002.

TREE MOVIES, LLC


By: Bradley R. Rupp

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND
REGISTERED AGENT IN THE STATE OF FLORIDA.**

1. The name of the limited liability company is:


TREE MOVIES, LLC

2. The name and the Florida street address of the Registered Agent are:

Gresham R. Stoneburner
One Independent Drive, Suite 2000
Jacksonville, Florida, 32202

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.

Signature of Registered Agent


Gresham R. Stoneburner

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