

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

L03000004143
FILED 8:00 AM
February 04, 2003
Sec. Of State

Article I

The name of the Limited Liability Company is:

GALAXY PICTURES LLC

Article II

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

240 N.E. 163 STREET
SUITE 307A
N. MIAMI BEACH, FL. 33162

The mailing address of the Limited Liability Company is:

240 N.E. 163 STREET
307A
N. MIAMI BEACH, FL. 33162

Article III

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

JAMES A VALENTINE
240 N.E. 163 STREET
SUITE 307A
N. MIAMI BEACH, FL. 33162

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: JAMES A. VALENTINE

Article IV

The effective date for this Limited Liability Company shall be:

02/04/2003

Signature of member or an authorized representative of a member

Signature: JAMES A. VALENTINE