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West Palm Beach

February 26, 2003

VIA FEDERAL EXPRESS

Department of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

Re: MEJ Music, LLC

Dear Sir or Madam:

Esperante Building 222 Lakeview Avenue, Suite 400 West Palm Beach, Florida 33401-6183

Post Office Box 3188 mail West Palm Beach, Florida 33402-3188

www.akerman.com

561 653 5000 tel 561 659 6313 fax



On behalf of our client, enclosed find an original and a copy of Articles of Organization for the above-captioned limited liability company. Please file the original, certify the copy, and return the certified copy to us using the enclosed Federal Express return envelope provided for your convenience.

Enclosed is our firm's check payable to the Florida Department of State in the amount of \$155 consisting of the following fees:

Filing Fee \$100

Designation of Registered
Agent 25

Certification 30
\$155

I WOULD APPRECIATE YOUR FILING THE ENCLOSED ARTICLES OF ORGANIZATION EFFECTIVE AS OF FEBRUARY 27, 2003 (the date you received the Articles of Organization), AND THEREFORE, RESPECTFULLY REQUEST THAT YOU CALL ME UPON YOUR RECEIPT OF THIS LETTER TO CONFIRM THE DATE OF FILING WITH THE DEPARTMENT OF STATE.

Thank you for your cooperation and kind attention to this important matter.

Sincerely yours,

Howard J. Wiene

cc: Michael James (with copy of enclosures)

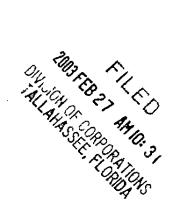
Stephen J. Lusthaus, Esq. (with copy of enclosures)

{WP123297;1}

ARTICLES OF ORGANIZATION OF

MEJ MUSIC, LLC,

A FLORIDA LIMITED LIABILITY COMPANY



The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I - Name:

The name of the limited liability company (hereinafter referred to as the "Company") is "MEJ MUSIC, LLC".

ARTICLE II - Address:

The mailing address and street address of the principal office of the Company is:

405 East 56th Street Apt. 3A New York, NY 10022

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

Howard J. Wiener, Esq. c/o Akerman Senterfitt 222 Lakeview Avenue Fourth Floor West Palm Beach, FL 33401

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 as provided for in Chapter 608, F.S.

egistered Agent's Signature

IN WITNESS WHEREOF, I signed these Articles of Organization and acknowledge them to be my act this 25th day of February, 2003.

Member: Howard J. Wiener,

Authorized Member Representative

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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