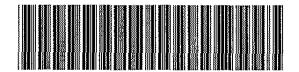
L030000 14690

(Requestor's Name)
(Address)
(Address)
(City/State/Zip/Phone #)
PICK-UP WAIT MAIL
(Business Entity Name)
(Document Number)
Certified Copies Certificates of Status
Special Instructions to Filing Officer:

Office Use Only



400015635154



33 APR 24 PH 12: 09

APR 24 PH 12: 09

APR 24 PH 12: 09



ACCOUNT NO. : 072100000032 REFERENCE: 066549 4300239 AUTHORIZATION : / COST LIMIT : \$ 155.00 ORDER DATE: April 23, 2003 ORDER TIME: 9:03 AM ORDER NO. : 066549-005 CUSTOMER NO: 4300239 CUSTOMER: Ilene Stern, Esq Kurzman Eisenberg Corbin Lever & Goodman, Llp One North Broadway 10th Floor White Plains, NY 10601 DOMESTIC FILING BARBIZON INTERNATIONAL MODEL NAME: & TALENT AGENCY, LLC EFFECTIVE DATE: ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP _ ARTICLES OF ORGANIZATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: XX ____ CERTIFIED COPY ___ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: Barbizon International Model & Talent Agency, LLC

ARTICLE II - Address:

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

Barbizon International LLC, 3111 North University Drive, Suite

406, Coral Springs, Florida 33065, Attention: Barry Rothberg

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

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

Barry Rothberg

Name

c/o Barbizon International LLC
3111 North University Drive, Snite 406
Florida street address (P.O. Box NOT applicable)

Coral Springs, Florida 33065
City, State and Zip

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 all accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Registered Agent's Signature Barry Rothberg

ARTICLE IV - Management (Check box if applicable).

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

(An additional article must be added if an effective date is requested)

Signature of a member or an authorized representative of a member.

(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.)

Barry Rothberg, Member

Typed or printed name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.08 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

3 APR 24 PH 12: 0

LILEU