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JOHN C. BOVAY  
ATTORNEY AT LAW  
901 N.W. 57TH STREET  
GAINESVILLE, FLORIDA 32605  
TELEPHONE 352-331-9092

LL.M. IN TAXATION  
ALSO ADMITTED IN  
DISTRICT OF COLUMBIA

FACSIMILE 352-331-7376  
EMAIL [bovay@bellsouth.net](mailto:bovay@bellsouth.net)  
[johncbovay.com](http://johncbovay.com)

May 12, 2003

Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Re: Articles of Organization of  
MPM Productions, L.L.C.

To Whom It May Concern:

Enclosed are an original and one copy of the Articles of Organization of MPM Productions, L.L.C., together with a check for \$155.00 to cover the \$100.00 filing fee, the \$25.00 fee for designation of registered agent and the \$30.00 fee for a certified copy.

The effective date of the Company's existence is the date of filing. Please send the certified copy to me and I will deliver it to my client. Thank you for your assistance.

Sincerely,



John C. Bovay

JCB:seg

Enclosures

**ARTICLES OF ORGANIZATION FOR**  
**MPM Productions, L.L.C.**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida does hereby set forth the following:

**ARTICLE I - NAME OF LIMITED LIABILITY COMPANY**

The name of the Limited Liability Company (the "Company") shall be MPM Productions, L.L.C.

**ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS**

The initial street address of the principal office of this Limited Liability Company in the State of Florida and the mailing address is 409 Walker Drive, Interlachen, Florida 32635 which is the initial registered office of the Limited Liability Company.

**ARTICLE III - PERIOD OF DURATION**

The duration of this Limited Liability Company shall exist perpetually.

**ARTICLE IV - EFFECTIVE DATE**

The effective date of this Limited Liability Company shall be the date of filing.

**ARTICLE V - MANAGEMENT BY MEMBERS**

Management of the Limited Liability Company shall be by the Managing Members. The name and address of the Managing Members is:

Michael P. Mogan  
409 Walker Drive  
Interlachen, Florida 32635

**ARTICLE VI - PURPOSE**

The purpose for which the Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Company shall have all of the powers vested in a Company organized and existing by virtue of such laws.

ARTICLE VII - NAME AND STREET ADDRESS OF REGISTERED AGENT

The name and street address of the initial registered agent in Florida for this Limited Liability Company is Michael P. Mogan at 409 Walker Drive, Interlachen, Florida 32635.

ARTICLE VIII - ADDITIONAL MEMBERS

New members may be admitted upon the unanimous vote of the members.

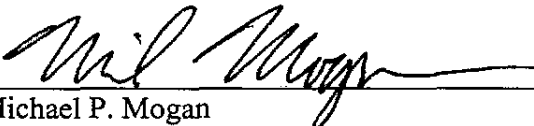
ARTICLE IX - CONTINUATION OF BUSINESS

The remaining members of the Limited Liability Company may continue the business of the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event, which terminates the continued membership of a member in the Limited Liability Company upon majority vote.

ARTICLE X - OPERATING AGREEMENT

The power to adopt, alter, amend and repeal the Operating Agreement is vested in the Managing Members.

At Interlachen, Florida, this 8 day of MAY 2003.

  
Michael P. Mogan

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as the registered agent for the above-mentioned Company at the place designated in the foregoing Articles of Organization, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.

Dated this 8 day of MM 2003.

Signature: \_\_\_\_\_

Michael P. Mogan