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To:

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Fax Number : (850)205-0383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)634-3694
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LIMITED LIABILITY COMPANY

pan productions, llc

Certificate of Status	0
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Department of State 5/22/2003 10:37 PAGE 1/1 RightFAX



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

May 22, 2003

EMPIRE CORPORATE KIT COMPANY

SUBJECT: PAN PRODUCTIONS, LLC
REF: W03000014627

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

A business entity may not serve as its own registered agent. Please designate an individual or another business entity with an active registration or filing with this office, having a Florida street address identical with that of the registered office.

The registered agent and street address must be consistent wherever it appears in your document.

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**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

OF

Pan Productions, LLC

The undersigned subscriber to these Articles of Organization, a natural person competent to contract, does hereby form a limited liability company for profit under the laws of the State of Florida.

ARTICLE I. NAME

The name of the limited liability company shall be: Pan Productions, LLC

ARTICLE II. NATURE OF BUSINESS

The nature of the business to be transacted by this limited liability company is any lawful activity or business which has to do with Entertainment Industry

ARTICLE III. TERM OF EXISTENCE

This limited liability company shall have perpetual existence.

ARTICLE IV. ADDRESS

The initial address of the principal and the initial mailing address of this limited liability company is to be:

15925 S.W. 8th Avenue
Delray Beach, Florida 33444
Ph# 561-350-6168
Fax# none

The Board of Directors may from time to time designate such other address and place for the principal office of this limited liability company as it may see fit.

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ARTICLE V. MANAGEMENT

This limited liability company is to be managed by the members and the names and addresses of the managing members are:

1. Henry E. Zukowski, III
15925 S.W. 8th Avenue
Delray Beach, FL 33444

ARTICLE V. ADMISSION OF ADDITIONAL MEMBERS

The right of the remaining members to admit additional members and the terms and conditions of the admissions shall be: _____

ARTICLE VI. MEMBERS RIGHTS TO CONTINUE BUSINESS

The right of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of member in the limited liability company shall be: _____

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT, IN THE STATE OF FLORIDA

TOTAL P.05

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1. The name of the limited liability company is: Pan Productions, LLC
2. The name and address of the registered agent and office is:

Leon R. Margules
Ernst, Margules & Della Fera, P.A.
110 S.E. 6th Street, Suite 1970
Fort Lauderdale, Florida 33301
Phone: (954)-761-7201
Fax: (954)-767-8343

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)

5/14/03
(Date)

FILING FEE: \$ 35 for Designation of Registered Agent

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