

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

L03000029271
FILED 8:00 AM
August 08, 2003
Sec. Of State

Article I

The name of the Limited Liability Company is:

MINERVA FILMS LLC

Article II

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

5725 NORTH SABEL CIRCLE
MARGATE, FL. 33063

The mailing address of the Limited Liability Company is:

5725 NORTH SABEL CIRCLE
MARGATE, FL. 33063

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

JOHN CARABALLO
5725 NORTH SABEL CIRCLE
MARGATE, FL. 33063

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: JOHN CARABALLO

Article V

The name and address of managing members/managers are:

Title: MGR
JOSHUA J CARABALLO
5725 NORTH SABEL CIRCLE
MARGATE, FL. 33063 US

Title: MGRM
JOHN CARABALLO
5725 NORTH SABLE CIRCLE
MARGATE, FL. 33063 US

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Article VI

The effective date for this Limited Liability Company shall be:

08/15/2003

Signature of member or an authorized representative of a member

Signature: JOHN CARABALLO