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(Business Entity Name)

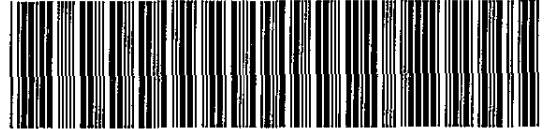
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DIVISION OF CORPORATION

BK

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STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 211051 5840A

AUTHORIZATION : *Patricia Pignato*

COST LIMIT : \$ 125.00

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03 AUG 19 AM 8:54
TALLAHASSEE, FLORIDA

ORDER DATE : August 19, 2003

ORDER TIME : 3:58 PM

ORDER NO. : 211051-005

CUSTOMER NO: 5840A

CUSTOMER: Ms. Dortha Depace
Steven I. Greenwald, P.a.

Suite 105
6971 N. Federal Highway
Boca Raton, FL 33487

DOMESTIC FILING

NAME: LAUGHING HYENA FILMS, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - NAME

The name of the Limited Liability Company Is:

LAUGHING HYENA FILMS, LLC

ARTICLE II - ADDRESS

The mailing address of the principal office of the Limited Liability Company is: 17915 FOXBOROUGH LANE, BOCA RATON, FLORIDA 33496.

ARTICLE III - DURATION

The period of duration of the Limited Liability Company shall be thirty (30) years.

ARTICLE IV - PURPOSE

The purpose of this limited liability company is to engage in the transaction of any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE V - MANAGEMENT

The Limited Liability Company is to be managed by managers and the names and addresses of such managers who are to serve as managers are:

MANAGING MEMBERS

FRED JAROW
Managing Member

17915 FOXBOROUGH LANE
BOCA RATON, FLORIDA 33496

DAN CHASIN
Managing Member

4925 COLLINS AVENUE
MIAMI, FLORIDA 33140

MEMBERS

SIMON BERNSTEIN, Member

7020 LIONS HEAD LANE
BOCA RATON, FLORIDA 33496

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STUART FLAUM, Member 7212 QUEENSFERRY CIRCLE
BOCA RATON, FLORIDA 33496

STEVE DWARKIN, Member 17230 CORAL COVE WAY
BOCA RATON, FLORIDA 33496

BARRY SMITH, Member 17891 LAKE ESTATE DRIVE
BOCA RATON, FLORIDA 33496

LEE ZHENG, Member 20 MERLIN COURT
42 BROADCAST DRIVE
KOWLOON, HONG KONG

HARLAND MISCHLER, Member 17037 BROOKWOOD DRIVE
BOCA RATON, FLORIDA 33496

MARTIN TASH, Member 7887 DUNVAGEN COURT
BOCA RATON, FLORIDA 33496

ROBERT GREEN, Member 17089 NORTHWAY CIRCLE
BOCA RATON, FLORIDA 33496

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CLERK OF DISTRICT COURT
BOCA RATON, FLORIDA

ARTICLE VI - REGISTERED AGENT

The name and street address of the initial registered agent of the Limited Liability Company is:

FRED JAROW 17915 FOXBOROUGH LANE
BOCA RATON, FLORIDA 33496

ARTICLE VII - REGISTERED OFFICE

The street address of the initial registered office of the Limited Liability Company is: 17915 FOXBOROUGH LANE, BOCA RATON, FLORIDA 33496.

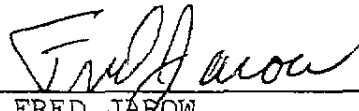
By: Fred Jarow
FRED JAROW, Managing
Member

By: Dan Chasin
DAN CHASIN, Managing
Member

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above-stated Limited Liability Company at the address designated in this certificate pursuant to the provisions of section 608.415, Florida Statutes, 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.

By:



FRED JAROW
Registered Agent

Dated:

8/18/03

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