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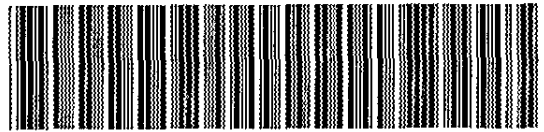
(Business Entity Name)

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DIVISION OF CORPORATION

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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 341601 4301184

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 125.00

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ORDER DATE : December 1, 2003

ORDER TIME : 10:25 AM

ORDER NO. : 341601-005

CUSTOMER NO: 4301184

CUSTOMER: Matthew Henderson, Esq
Kane Kessler, P.c.

26th Floor
1350 Avenue Of The Americas
New York, NY 10019

DOMESTIC FILING

NAME: MAIN LINE MEDIA 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: Sara Lea - EXT. 1114

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

December 2, 2003

SARA LEA
CSC
TALLAHASSEE, FL

SUBJECT: MAIN LINE MEDIA LLC
Ref. Number: W03000036032

Resubmitted

03 DEC -3 AM 9:06
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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

We have received your document for MAIN LINE MEDIA LLC and the authorization to debit your account in the amount of \$125.00. However, the document has not been filed and is being returned for the following:

We understand that you may not yet know where your principal address is going to be, but you **MUST SPECIFY** a principal office address and a mailing address for the purposes of filing this document.

The address could be anywhere. It could be in care of an individual at a private residence. It could be in care of KANE KESSLER, P.C. at the New York address.

When you have a permanent address, you can write a letter and have us change the address on our records at no charge.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Document Specialist

Letter Number: 203A00064767

ARTICLES OF ORGANIZATION
OF
MAIN LINE MEDIA LLC

The undersigned, an authorized natural person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the Florida Liability Company Act, hereby certifies that:

FIRST: The name of the limited liability company is Main Line Media LLC (the "Company").

SECOND: The mailing address and street address of the principal office of the Company is One Turnberry Place, Suite 301, 19495 Biscayne Boulevard, Aventura, Florida 33180.

THIRD: The name and street address of the registered agent of the Company are:

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, 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 as provided for in Chapter 608, F.S.

CORPORATION SERVICE COMPANY

By:

Name:

Title:

JANET M. BUDHU

Assistant Secretary

FOURTH: The Company is to be a manager-managed company and shall be managed by one or more managing members.

FIFTH: The Company shall, to the fullest extent permitted by the provisions of the Florida Limited Liability Company Act, as the same may be amended and supplemented, indemnify the members, managers, and officers of the Company.

Dated: November 28, 2003

Robert L. Lawrence

Authorized Representative

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