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Jean Gardy Bien Aime

4845 N. Dixie Hwy Pompano Beach, FL 33064 Phone: 954-429-8477

November 25, 2003

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

Re: Palmiste Film Productions, LLC

To Whom It May Concern:

Please find enclosed:

- 1- An original and copy of the Articles of Organization for a proposed new Florida Limited Liability Company, Palmiste Film Productions, LLC;
- 2- A certificate of Designation of Registered Agent/Registered Office; and,
- 3- A check in the sum of \$160.00, payable to The Secretary of State, representing the fee for filing these articles in the amount of \$100.00, the certified copy of \$30.00, the registered agent/office of \$25.00, and the certificate of status of \$5.00.

I would appreciate your processing these documents through your department and favoring me with a certified copy of the Articles at your earliest convenience.

If you have any question or comment, please call me at the number above.

Sincerely yours,

Jean Gardy Bien Aime

ARTICLES OF ORGANIZATION FOR A LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is PALMISTE FILM PRODUCTIONS, LLC

ARTICLE II – Purpose:

The purpose for which this limited liability company is organized is:

To engage in any and all lawful acts for which a limited liability company may be formed.

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be: perpetual

ARTICLE IV - Registered (or Statutory) Agent and Address:

The name and address of the initial registered (statutory) agent is: Jean Gardy Bien Aime, 4845 N. Dixie Hwy, Pompano Beach, FL 33064

ARTICLE V – Management

The Limited Liability Company is a manager-managed Limited Liability Company

ARTICLE VI - Manager

Number: There will be on Manager, who will be a member of the Company. The initial Manager is Jean Gardy Bien Aime.

ARTICLE VII - Principal Place of Business:

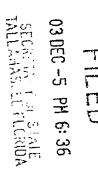
The initial principal place of business of the limited liability company is: 4845 N. Dixie Hwy, Pompano Beach, FL 33064

ARTICLE VIII - Effective Date:

The effective date of these articles is upon filing.

ARTICLE IX – Nonliability:

The members and managers, if any, shall not be liable for any debts, obligations or liabilities of the limited liability company.



ARTICLE X - Miscellaneous:

New members can be admitted to the company with full rights of membership upon the unanimous consent of the existing members.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

IN WITNESS WHEREOF, the undersigned members executed these Articles of Organization this 15 day of November, 1203.

Member: Jean Gardy Bien Aime Address: 4845 N. Dixie Hwy

Pompano Beach, FL 33319

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATED A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: PALMISTE FILM PRODUCTIONS, LLC

2. The name and the Florida street address of the registered agent are:

JEAN GARDY BIEN AIME 4845 N. DIXIE HWY POMPANO BEACH, FL 33064

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 the 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: