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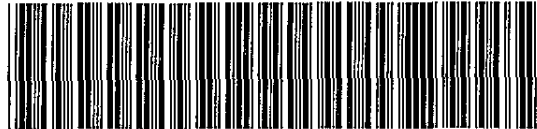
(Business Entity Name)

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04 JAN 29 PM 4:09
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TALLAHASSEE, FLORIDA

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LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. HISPANIOLA PICTURES, LLC
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time 2:00 ☒ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF ORGANIZATION
OF
HISPANIOLA PICTURES, LLC**

FILED
04 JAN 29 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the limited liability company ("Company") is

HISPANIOLA PICTURES, LLC

ARTICLE II

The mailing and street address of the Company's principal office is:
2655 Le Jeune Road, Suite 700 Coral Gables, Fl. 33134

ARTICLE III-DURATION

The period of duration of the Company is perpetual beginning on the date these
Articles of Organization are filed by the Florida Department of State

ARTICLE IV-REGISTERED AGENT AND OFFICE

The name of the Company's initial registered agent in Florida is
M. MARIO PEREZ R.

The address of Company's registered agent in Florida is
2655 LeJeune Road, Suite 700, Coral Gables, Florida 33134

ARTICLE V-MANAGEMENT

The company is to be managed by the members.
The managing members are identified as follows:

M. MARIO PEREZ R.
2655 LeJeune Road, Suite 700, Coral Gables, Florida 33134

ARTICLE VI-ADMISSION OF NEW MEMBERS

Members of the Company have the right to admit new members. Additional members may be admitted only upon the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE VII-CONTINUATION OF BUSINESS

The remaining members of the Company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the Company.

ARTICLE VIII-ADDITIONAL PROVISION

The power to adopt, alter, amend, repeal the regulations of the Company is vested entirely in the managing members listed in Article V.

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provision for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the member of the Company is:

M. MARIO PEREZ R./Director

2655 LeJeune Road, Suite 700, Coral Gables, Florida 33134

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Miami, Florida on this 26th day of the month of January of 2004.

HISPANIOLA PICTURES, LLC

By: _____

M. MARIO PEREZ R., as Director

STATE OF FLORIDA

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COUNTY OF MIAMI-DADE

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SWORN TO AND SUBSCRIBED BEFORE ME, the undersigned Notary Public, on this 26th day of the month of January of 2004, by Mr. M. MARIO PEREZ R., who is well known to me.



Nancee F. Pablo

Notary Public, State of Florida at Large

(SEAL)



Nancee F. Pablo
My Commission CC914398
Expires February 28, 2004

**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

Pursuant to the provisions of the Florida Statutes Section 608-415 or 608.507, the undersigned Limited Liability Company submits the following statements in designation the registered office/registered agent, in the State of Florida:

1. The name of the Limited Liability Company is:
HISPANIOLA PICTURES, LLC

2. The name and address of the registered agent and office is:
M. MARIO PEREZ R.
2655 LeJeune Road, Suite 700, Coral Gables, FL 33134

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: January 26, 2004



M. Mario Perez R., Director