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LIMITED LIABILITY COMPANY

Cinema Lumiere, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
CINEMA LUMIERE, LLC**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida, hereby adopt the following Articles of Organization.

ARTICLE I

The name of the limited liability company is: Cinema Lumiere, LLC

ARTICLE II

The mailing address and street address of the principal office of the limited liability company is 100 North Tampa Street, Suite 2700, Tampa, Florida 33602.

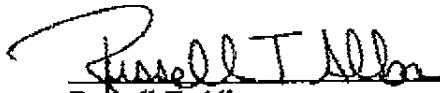
ARTICLE III

The street address of the limited liability company's registered agent is 200 Laura Street North, Third Floor, Jacksonville, FL 32202 and the initial registered agent at such address is F & L Corp.

ARTICLE IV

The limited liability company is to be managed by one manager or more managers and is, therefore, a manager- managed company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization of Cinema Lumiere, LLC, this 23rd day of February, 2004 on behalf of the parties who shall be its members.



Russell T. Alba
Manager

Russell T. Alba, Esquire
Florida Bar # 493929
Foley & Lardner
100 N. Tampa Street, Suite 2700
Tampa, Florida 33602
Phone 813-229-2300

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REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for Cinema Lumiere, LLC at the address designated in this certificate pursuant to the provisions of section 608.415, Florida Statutes, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent.

DATED: Effective this 23rd day of February, 2004.

F & L Corp.



By: Martin A. Traber, Esquire
Title: Vice President

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TALLAHASSEE, FLORIDA

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