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LIMITED LIABILITY COMPANY

Bela TV, LLC

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**ARTICLES OF ORGANIZATION
OF
BELA TV, LLC**

ARTICLE I - Name

The name of the Limited Liability Company is BELA TV, LLC (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is c/o Leibowitz & Associates, P.A., One SE Third Avenue, Suite 1450, Miami, Florida 33131.

ARTICLE III - Registered Agent

The street address of the Company's initial registered office 1200 South Pine Island Road, Plantation, Florida 33324, and the name of its initial registered agent at such office is CT Corporation System.

The undersigned, 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, 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 its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in the Florida Statutes Chapter 608.


CONNIE BRYANT
SPECIAL ASSISTANT SECRETARY

Registered Agent

March 12, 2004

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.

/s/ Matthew L. Leibowitz

Matthew L. Leibowitz
Authorized Signor
March 12, 2004

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