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(Address)

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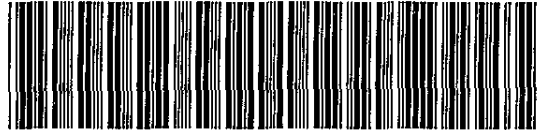
(City/State/Zip/Phone #)

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JOHN F. TOLSON, JR.
ATTORNEY AT LAW
The Concord Building
462 Kingsley Avenue, Suite 101
Orange Park, Florida 32073

REPLY TO:
P.O. BOX 655
ORANGE PARK, FL 32067-0655

LEGAL ASSISTANT:
MARIANNE C. BARTZ
PHONE (904) 269-0050
FAX (904) 269-6119

March 15, 2004

Department of State
Division of Corporations
409 East Gaines Street
PO Box 6327
Tallahassee, FL 32314-6327

Re: R2J2 STUDIOS, LLC

Dear Sirs:

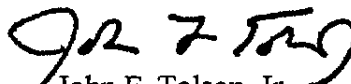
Enclosed are the original Articles of Organization for the above company and a check #6065 in the amount of \$155.00 to cover costs as follows:

1. \$100.00 filing fee
2. \$25.00 designation of Registered Agent
3. \$30.00 Certified Copy

I have also enclosed one copy of the Articles of Organization for date stamp certification by you and return to me in the self addressed stamped envelope provided herein.

If you have any questions, please give me a call.

Very truly yours,


John F. Tolson, Jr.

JFT,Jr./mcb
enclosures

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**ARTICLES OF ORGANIZATION
OF
R2J2 STUDIOS, LLC**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I
NAME & PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be R2J2 STUDIOS, LLC, and its mailing address shall be 694 Ridgehill Drive, Orange Park, Florida 32065 the principal office shall be located at 694 Ridgehill Drive, County of Clay, State of Florida, but it shall have the power and authority to establish branch offices at any other principal place or places as the members may designate.

**ARTICLE II
PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquire.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or

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any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any services under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either along or in association with other incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, by in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may carry on under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III
EXERCISE OF POWER

All limited liability company power shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of the members of this limited liability company. This Articles may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV
MANAGEMENT

Management of this limited liability company is reserved to its members.

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ARTICLE V
DURATION


This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VI
INITIAL REGISTERED AGENT AND ADDRESS

The address of the initial registered office of the limited liability company is 462 Kingsley Avenue, Suite 101, Orange Park, FL 32073, County of Clay, and the name of the company's initial registered agent at that address is JOHN F. TOLSON, JR.

The undersigned, being an original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of the R2J2 STUDIOS, LLC.

Executed by the undersigned at Orange Park, Clay County, Florida on this the 15th day of March, 2004.

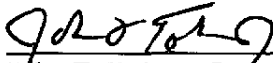

Janet Jackson, Member

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STATEMENT OF REGISTERED AGENT

I agree to act as registered agent for R2J2 STUDIOS, LLC and as its registered agent, to accept service of process for the company at the place designated above. 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.



John F. Tolson, Jr.
Registered Agent

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.



Janet Jackson, Member

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