

Sent by: STEARNS WEAVER

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Division of Corporations

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To:

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Fax Number : (850) 205-0383

From:

Account Name : STEARNS WEAVER MILLER, ET AL.
Account Number : 076077002504
Phone : (305) 789-3200
Fax Number : (305) 789-3395

LIMITED LIABILITY COMPANY

Levity Entertainment, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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DIVISION OF CORPORATIONS

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**ARTICLES OF ORGANIZATION
OF
LEVITY ENTERTAINMENT, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, as amended, hereby makes, acknowledges and files the following Articles of Organization.

**ARTICLE I
NAME**

The name of the Limited Liability Company is Levity Entertainment, LLC (the "Company").

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Company is 3250 Mary Street, 5th Floor, Miami, Florida 33133.

**ARTICLE III
DURATION**

The period of duration for the Company shall be perpetual.

**ARTICLE IV
REGISTERED OFFICE AND AGENT AND ADDRESS**

The name and street address of the registered agent of the Company in the State of Florida are:

Name

Stearns Weaver Miller Weissler
Alhadeff & Sitterson, P.A.

Address

c/o Richard E. Schatz
150 West Flagler Street
2200 Museum Tower
Miami, Florida 33130

Filed by: J. Gerstenfeld, Corp. Legal Asst.
Stearns Weaver Miller Weissler, et al
150 West Flagler Street, Suite 2200
Miami, Florida 33130
T: 305-789-3545/F: 305-789-3395

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IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Organization for the foregoing uses and purposes this 4 day of May, 2004.


Richard E. Schatz
Authorized Representative of Members

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

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the Company is Levity Entertainment, LLC.
2. The name and street address of the registered agent and office are:

Stearns Weaver Miller Weissler Alhadeff & Sitterson, P.A.
c/o Richard E. Schatz
150 West Flagler Street, Suite 2200
Miami, Florida 33130

REGISTERED AGENT'S ACCEPTANCE

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, Stearns Weaver Miller Weissler Alhadeff & Sitterson, P.A. 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 Chapter 608, Florida Statutes.

Dated: May 4, 2004

STEARNS WEAVER MILLER WEISSLER
ALHADEFF & SITTERSON, P.A.


By Richard E. Schatz, for the Firm

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