

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L04000053725
FILED 8:00 AM
July 20, 2004
Sec. Of State
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Article I

The name of the Limited Liability Company is:

DIVAVISION ENTERTAINMENT, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

14190 HARBOR LANE
PALM BEACH GARDENS, FL. US 334101156

The mailing address of the Limited Liability Company is:

14190 HARBOR LANE
PALM BEACH GARDENS, FL. 11 33410

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

POINDEXTER KAREN
14190 HARBOR LANE
PALM BEACH GARDENS, FL. 334101156

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, 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.

Registered Agent Signature: KAREN POINDEXTER

Article V

The name and address of managing members/managers are:

Title: MGRM
POINDEXTER KAREN
14190 HARBOR LANE
PALM BEACH GARDENS, FL. 334101156 US

Title: MGRM
KATO ANDREW
50 EAST 42ND STREET, 17TH FLOOR
NEW YORK, NY. 100175405 US

Signature of member or an authorized representative of a member

Signature: ROBERT J. REICHER

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