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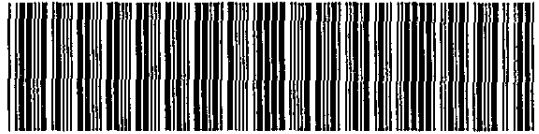
(Business Entity Name)

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TALLAHASSEE, FLORIDA

Law Offices

Saunders, Curtis, Ginestra & Gore
Professional Association

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Fort Lauderdale, FL 33305-1431
Telephone: (954) 568-2772
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August 23, 2004

Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, FL 32314

Re: Filing Articles of Organization for Sarah Hoffman Entertainment, LLC

To Whom It May Concern:

Enclosed please find:

- 1) Original + 1 of the Articles of Organization of Sarah Hoffman Entertainment, LLC which contains the Consent to Appointment as Registered Agent;
- 2) a check made payable to the Florida Department of State in the amount of \$125.00 for the filing fee and registered agent fee;
- 3) a check made payable to the Florida Department of State in the amount of \$30.00 for a certified copy of record, and
- 4) a self-addressed, postage prepaid envelope.

Please file the Articles of Organization and Appointment of Registered Agent at your earliest convenience and forward a certified copy of record in the envelope provided.

I trust you will find the above documents in order. However, if you should need additional information, please feel free to contact the undersigned or Mr. Kenneth Merrill at 352/336-7737.

Sincerely,



Michelle J. Gomez, Esq.

Enclosures

cc: Kenneth T. Merrill
Bruce H. Barkwill

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
SARAH HOFFMAN ENTERTAINMENT, LLC,
A FLORIDA LIMITED LIABILITY COMPANY

The undersigned individuals of a limited liability company formed under the Florida Limited Liability Company Act, Florida Statute 608 (the "Act") hereby adopts the following Articles of Organization:

ARTICLE I – ORGANIZATION

1. **Name.** The name of the Company shall be SARAH HOFFMAN ENTERTAINMENT, LLC ("Company"). The Company may also conduct its business under one or more assumed names.

ARTICLE II – ADDRESSES

2.1 **Principal Office and Mailing Address.** The principal office and mailing address of the Company is: 10234 SW 55th Lane
Gainesville, FL 32608

2.2 **Registered Agent.** The name and address of the Company's registered agent is: Kenneth T. Merrill, Registered Agent
10234 SW 55th Lane
Gainesville, FL 32608

The Consent to Appointment as Registered Agent is attached hereto as Exhibit A.

ARTICLE III – MANAGEMENT

3. **Management of Business.** The Company shall be a Member-Managed Company. The addresses of the Member-Managers are:
Kenneth T. Merrill, Managing Member Bruce H. Barkwill, Managing Member
10234 SW 55th Lane 5001 N.W. 27th Court
Gainesville, FL 32608 Gainesville, FL 32606

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.


KENNETH T. MERRILL


BRUCE H. BARKWILL

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TALLAHASSEE FLORIDA

Exhibit "A"

CONSENT TO APPOINTMENT AS REGISTERED AGENT

KENNETH T. MERRILL

10234 SW 55th Lane

Gainesville, FL 32608

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 as provided for in Chapter 608, Florida Statutes.


REGISTERED AGENT'S SIGNATURE

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TALLAHASSEE, FLORIDA