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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Law Offices of
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Miami, Florida 33155
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Telephone: (305) 815-9444

Facsimile: (305) 868-3670

April 11, 2005

Registration Section
Division of Corporations, State of Florida
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Organization of Ciclon Music, L.L.C.

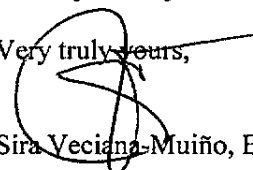
Dear Sir or Madam:

Enclosed please find the duly executed Articles of Organization for Ciclon Music, L.L.C. for filing with the State of Florida Department of State.

Enclosed also please find Check No. 939 in the amount of \$ 155.00 to cover the cost of the filing fee, registered agent designation and certified copy. Please return to me at the address above the certified copy of these Articles.

Thank you for your time and attention to this matter.

Very truly yours,


Sira Veciana-Muiño, Esq.

Encs.

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**ARTICLES OF ORGANIZATION FOR
CICLON MUSIC, L.L.C.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company for pecuniary profit under the provisions of Chapters 608 of the Florida Statutes, hereby makes, subscribes, acknowledges, and files the following Articles of Organization:

ARTICLE I

Name

The name of this Limited Liability Company is CICLON MUSIC, L.L.C.

ARTICLE II

Duration and Commencement

This Limited Liability Company shall have a perpetual existence, commencing on the date of the filing of these Articles by the Department of State.

ARTICLE III

Initial Registered Office and Agent

The name and address of the initial registered agent and the initial registered office is:

Cesar Molina
12080 SW 127 Avenue – Suite #219
Miami, Florida 33186

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, F.S.

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ARTICLE IV

Principal Office and Mailing Address

The principal and mailing address of this Limited Liability Company is the same as the registered office.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

Managers and Managing Members

The name and address of each Manager, Managing Member, and/or Member is as follows:

<u>Title:</u>	<u>Name and Address:</u>
Managing Member	Carlos Mario Olivella 12080 SW 127 Avenue – Suite #219 Miami, Florida 33186
Managing Member	Humberto Judex 12080 SW 127 Avenue – Suite #219 Miami, Florida 33186

ARTICLE VI

Operating Agreement

The operating agreement of this Limited Liability Company may be adopted, altered, amended or repealed by a majority of the members.

ARTICLE VII

Amendment

These Articles of Organization may be altered, amended, changed, rescinded or additional articles may be adopted by a majority vote of the members of the Limited Liability Company.

ARTICLE VIII

Officers

The Limited Liability Company shall have a president, a secretary and a treasurer and may have additional and assistant officers, including, without limitation thereto, one or more vice-presidents, assistant secretaries, and assistant treasurers. A person may hold more than one office at one time. Such officers shall be elected by the board of managers. The board may remove any or all of the officers from office with or without cause and at such time as the board may

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determine. The names, addresses and positions of the persons who will serve as the initial officers of the Limited Liability Company are as follows:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Title:

Name and Address:

President and
Co- Treasurer

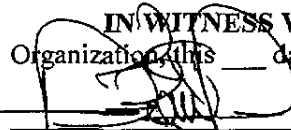
Carlos Mario Olivella
12080 SW 127 Avenue – Suite #219
Miami, Florida 33186

Secretary and
Co-Treasurer

Humberto Judex
12080 SW 127 Avenue – Suite #219
Miami, Florida 33186

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.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization, this ___ day of April, 2005.


Humberto Judex
Managing Member

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

BEFORE ME, a notary public authorized in the State of and County set forth above, personally appeared Humberto Judex, known to me and known by me to be the persons who executed the foregoing Articles of Organization of Ciclon Music, L.L.C. and acknowledged before me that she executed those Articles of Incorporation for the reasons expressed therein.

IN WITNESS WHEREOF, I hereto set my hand and affix my official seal, in the State and County aforesaid, this 13 day of April, 2005.

My Commission expires:

