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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
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Riley's Satellite Communications
+ Home Entertainment, LLC

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- ___ Certificate of Status
- ___ Certificate of Fictitious Name
- ___ Corp Record Search
- ___ Officer Search
- ___ Fictitious Search
- ___ Fictitious Owner Search
- ___ Vehicle Search
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- ___ UCC 1 or 3 File
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Signature

Requested by:

Name SP Date 9/6/05 Time 10:08

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

In compliance with Chapter 608, F.S.

ARTICLE I NAME

The name of the Limited Liability Company is:

RILEY'S SATELLITE COMMUNICATIONS & HOME ENTERTAINMENT, L.L.C.

ARTICLE II ADDRESS

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

Principal Office Address:
37131 HOWARD AVENUE
DADE CITY, FL 33525

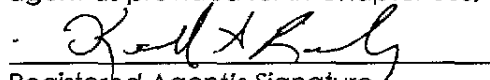
Mailing Address:
37131 HOWARD AVENUE
DADE CITY, FL 33525

ARTICLE III REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE

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

KEITH RILEY 31731 HOWARD AVENUE DADE CITY, FL 33525

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.


Registered Agent's Signature

ARTICLE IV MANAGER(S) OR MANAGING MEMBER(S)

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

Title:	Name & Address:
MGMR	KEITH RILEY, 31731 HOWARD AVENUE, DADE CITY, FL 33525

REQUIRED SIGNATURE


Signature of member or authorized representative of member

(In accordance with §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.)

KEITH RILEY

Typed or printed name of signee

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