

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

L05000113270
FILED 8:00 AM
November 28, 2005
Sec. Of State
alunt

Article I

The name of the Limited Liability Company is:

COUNTERVU, LC

Article II

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

343 ALMERIA AVENUE
CORAL GABLES, FL. US 33134

The mailing address of the Limited Liability Company is:

343 ALMERIA AVENUE
CORAL GABLES, FL. US 33134

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:

ANGEL ARMAS ESQ.
11620 SW 121 AVENUE
MIAMI, FL. 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.

Registered Agent Signature: ANGEL ARMAS

Article V

The name and address of managing members/managers are:

Title: MGRM
GATROU GROUP, LLC
343 ALMERIA AVENUE
CORAL GABLES, FL. 33134 US

Title: MGRM
TRIA ADELFI CONSULTING, INC.
1514 MERCADO AVENUE
CORAL GABLES, FL. 33146 US

Title: MGRM
BILLYBRIAN ENTERTAINMENT, INC.
2811 SW 3RD AVENUE
MIAMI, FL. 33129 US

Title: MGRM
FRANCHI, INC.
7200 SW 53RD COURT
MIAMI, FL. 33143 US

Article VI

The effective date for this Limited Liability Company shall be:

11/22/2005

Signature of member or an authorized representative of a member

Signature: ANGEL ARMAS

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