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P.01

L06000016542

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Board Up Productions, LLC

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P.02



February 14, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

SMITH, GABRELL & RUSSELL LLP

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P.03

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**BOARD UP PRODUCTIONS, LLC
ARTICLES OF ORGANIZATION**

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I
NAME**

The name of the Company is Board Up Productions, LLC

**ARTICLE II
ADDRESS**

The mailing address and street of the principal place of business of the Company is:

9800 SW 71 Avenue
Miami, Florida 33156

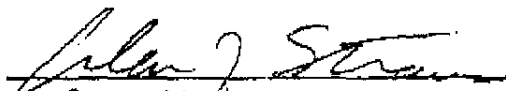
**ARTICLE III
REGISTERED AGENT AND OFFICE**

The street address of the initial registered office of the Company is 9800 SW 71 Avenue, Miami, Florida 33156, and the registered agent at such address is Alan Strauss.

**ARTICLE IV
MANAGEMENT**

The Company is to be managed under the direction of a Management Committee and is, therefore, a manager-managed company.

IN WITNESS WHEREOF, the undersigned person has executed these Articles of Organization this 12th day of February, 2006.


Alan Strauss, Member

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P.04

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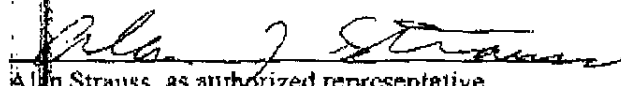
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 608.415, Florida Statutes, the following is submitted:

That Board Up Productions, LLC, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 9800 SW 71 Avenue, Miami, Florida, 33156, has named Alan Strauss at such address as its agent to accept service of process within Florida.


Alan Strauss, as authorized representative

2/12/06
Date

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this certificate, Alan Strauss hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.


Alan Strauss

2/12/06
Date

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TOTAL P.04