

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

L06000039759
FILED 8:00 AM
April 17, 2006
Sec. Of State
dbruce

Article I

The name of the Limited Liability Company is:
UPPER CUT PRODUCTIONS LLC

Article II

The street address of the principal office of the Limited Liability Company is:
650 WEST AVE
1504
MIAMI BEACH, FL. 33139

The mailing address of the Limited Liability Company is:
650 WEST AVE
1504
MIAMI BEACH, FL. 33139

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:
SMITH RENEE
WALTON LANTAFF SCHROEDER & CARSON
110 E. BROWARD BLVD #2000
FORT LAUDERDALE, FL. 33301

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: RENEE SMITH

Article V

The name and address of managing members/managers are:

Title: MGRM
LEN GOLDBERG
650 WEST AVE #1504
MIAMI BEACH, FL. 33139

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Article VI

The effective date for this Limited Liability Company shall be:

04/18/2006

Signature of member or an authorized representative of a member

Signature: LEN GOLDBERG