

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

L06000046179
FILED 8:00 AM
May 04, 2006
Sec. Of State
btadlock

Article I

The name of the Limited Liability Company is:

WHAT...ENTERTAINMENT STUDIOS, LLC

Article II

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

746 SHERWOOD TERRACE DRIVE
#202
ORLANDO, FL. 32818

The mailing address of the Limited Liability Company is:

746 SHERWOOD TERRACE DRIVE
#202
ORLANDO, FL. 32818

Article III

The purpose for which this Limited Liability Company is organized is:

DEVELOP, PRODUCE & EDIT FEATURE FILM, MUSIC VIDEOS,
INDUSTRIALS AND COMMERCIALS.

Article IV

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

THOMAS M LOPEZ
746 SHERWOOD TERRACE DRIVE
#202
ORLANDO, FL. 32818

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: THOMAS M. LOPEZ

Article V

The name and address of managing members/managers are:

Title: MGR
THOMAS M LOPEZ
746 SHERWOOD TERRACE DRIVE, #202
ORLANDO, FL. 32818

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Article VI

The effective date for this Limited Liability Company shall be:

05/14/2006

Signature of member or an authorized representative of a member

Signature: THOMAS M. LOPEZ