

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

L06000103162
FILED 8:00 AM
October 23, 2006
Sec. Of State
gmcleod

Article I

The name of the Limited Liability Company is:

THEME PARKING USA, LLC

Article II

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

18500 NE 5TH AVENUE
2ND FLOOR
N MIAMI BEACH, FL. US 33179

The mailing address of the Limited Liability Company is:

18500 NE 5TH AVENUE
2ND FLOOR
N MIAMI BEACH, FL. US 33179

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:

JERROLD I HORWITZ
18500 NE 5TH AVENUE
2ND FLOOR
N MIAMI BEACH, FL. 33179

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: JERROLD I HORWITZ

Article V

The name and address of managing members/managers are:

Title: MGR
MARK RICHMAN
18500 NE 5TH AVENUE, 2ND FL
N MIAMI BEACH, FL. 33179 US

Title: MGR
DANIEL YOUNG
1700 S BAYSHORE DR, # 6A
MIAMI, FL. 33133 US

Title: MGR
SPENCER YOUNG
1700 S BAYSHORE DR, #6A
MIAMI, FL. 33133 US

Article VI

The effective date for this Limited Liability Company shall be:

11/01/2006

Signature of member or an authorized representative of a member

Signature: MARK RICHMAN

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