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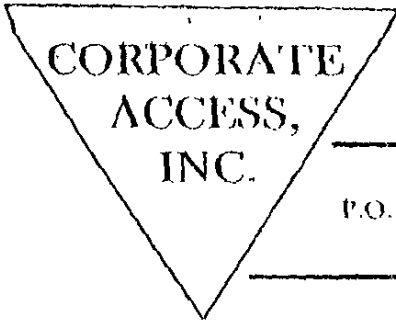


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LLC

1. SouthLine Music Group LLC
(CORPORATE NAME AND DOCUMENT #)

2. _____
(CORPORATE NAME AND DOCUMENT #)

3. _____
(CORPORATE NAME AND DOCUMENT #)

4. _____
(CORPORATE NAME AND DOCUMENT #)

5. _____
(CORPORATE NAME AND DOCUMENT #)

3. _____
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

ARTICLES OF ORGANIZATION
OF
SOUTH LINE MUSIC GROUP LLC

ARTICLE I - NAME

The name of the limited liability company is SOUTH LINE MUSIC GROUP LLC, ("company").

ARTICLE II - ADDRESS

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

Principal Office Address:

19936 S.W. Third Place
Pembroke Pines, Florida 33021

Mailing Address:

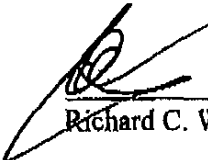
19936 S.W. Third Place
Pembroke Pines, Florida 33021

ARTICLE III - REGISTERED AGENT,
REGISTERED OFFICE, & REGISTERED AGENT'S SIGNATURE

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

Richard C. Wolfe, Esq.
Wolfe & Goldstein, P.A.
100 S.E. Second Street, Suite 3300
Miami, Florida 33131

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 as provided for in Chapter 608, F.S.


Richard C. Wolfe, Esq.

ARTICLE IV - MANAGERS OR MANAGING MEMBERS

The name and address of each Manager or Managing Member is as follows:

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Title:

"MGR" = Manager

"MGMR" = Managing Member

Name and Address:

MGR

Simon Morales
19936 S.W. Third Place
Pembroke Pines, Florida 33021

ARTICLE V - EFFECTIVE DATE

The effective date of the company shall be October 27, 2006.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Richard C. Wolfe, as Authorized Representative

Typed or printed name of signer

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SOUTH LINE MUSIC GROUP LLC, SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA:

1. The name of the Limited Liability Company is SOUTH LINE PRODUCTION LLC.
2. The name and the Florida street address of the registered agent and office are:
Richard C. Wolfe, Esq.
Wolfe & Goldstein, P.A.
100 S.E. Second Street, Suite 3300
Miami, Florida 33131 (Post office box is NOT acceptable.)

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 as provided for in Chapter 608, Florida Statutes.


Richard C. Wolfe, Esq.
Registered Agent