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Account Name : EMPIRE CORPORATE KIT COMPANY

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ORIDA/FOREIGN LIMITED LIABILITY CO.

joe d. productions, l.l.c.

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ARTICLES OF ORGANIZATION

OF

JOE D. PRODUCTIONS. LLC.

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, adopts the following Articles of Organization.

ARTICLE 1

The name of the Limited Liability Company is: JOE D. PRODUCTIONS, L.L.C.

ARTICLEII

The mailing address and street address of the principal office of the Limited Liability Company is 10400 Griffin Road, #103, Cooper City, Florida 33328.

ARTICLE III

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

ALAN GLIST 10400 Griffin Road, Suite 103 Cooper City, FL 33328

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 an accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

ALAN GLIST

MARK PERLMAN, P.A.

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ARTICLE IV

The initial members of the JOE D. PRODUCTIONS, L.L.C., are the following members owning the following percentages:

1.	Alan Glist	25%
2.	Ken Greenblatt	25%
3.	Aaron Fine Arts	50%
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Total

100%

ARTICLE V

The Limited Liability Company is a manager-managed company and is to be managed by Alan Glist, Ken Greenblatt and Aaron Young.

Dated: February 27, 2007

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(In accordance with section 608.408(3), Floride Statutes, the execution of this document constitutes at affirmation under penalties of perjury that the facts stated beach use two)

SECRELASSEE, FLOR

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MARK PERLMAN, P.A. 1830 East Hallahdale Beach Boulevard, Hallahdale Beach, Pl. 32008 Tel. 1934) 485-1333 - Miami (305) 944-9282 - Fax 1934) 484-5081