

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

L07000038703
FILED 8:00 AM
April 10, 2007
Sec. Of State
tcline

Article I

The name of the Limited Liability Company is:

FATHOM RECORDS LLC

Article II

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

1901 EAST ATLANTIC BLVD
POMPANO BEACH, FL. 33060

The mailing address of the Limited Liability Company is:

1901 EAST ATLANTIC BLVD
POMPANO BEACH, FL. 33060

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:

JARED I RICHTER
1901 EAST ATLANTIC BLVD
POMPANO BEACH, FL. 33060

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: JARED RICHTER

Article V

The name and address of managing members/managers are:

Title: MGRM
JARED I RICHTER
1901 EAST ATLANTIC BLVD
POMPANO BEACH, FL. 33060

Title: MGRM
DAN FAZIO
1901 EAST ATLANTIC BLVD
POMPANO BEACH, FL. 33060

Title: MGR
MICHAEL DONATUCCI
1901 EAST ATLANTIC BLVD
POMPANO BEACH, FL. 33060

Title: MGR
ADAM LEVINSON
1901 EAST ATLANTIC BLVD
POMPANO BEACH, FL. 33060

Title: MGR
THOMAS CULLIN
1901 EAST ATLANTIC BLVD
POMPANO BEACH, FL. 33060

Title: MGR
GREGORY MCCULLOUGH
1901 EAST ATLANTIC BLVD
POMPANO BEACH, FL. 33060

Article VI

The effective date for this Limited Liability Company shall be:

04/10/2007

Signature of member or an authorized representative of a member

Signature: JARED RICHTER

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