

Apr-17-2007

11:00am

RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, P.A.

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

The Entertainment Real Estate Trust, LLC

Certificate of Status	1
Certified Copy	1
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**ARTICLES OF ORGANIZATION
OF
THE ENTERTAINMENT REAL ESTATE TRUST, LLC
a Florida limited liability company**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida does set forth the following:

1. **NAME.** The name of the limited liability company is **THE ENTERTAINMENT REAL ESTATE TRUST, LLC** (the "Company").
2. **MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE.** The mailing and street address of the principal office of the Company is: 1773 West Fletcher Avenue, Tampa, Florida 33612-1820.
3. **REGISTERED AGENT.** The name and address of the initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles of Organization are: Randy M. Feldman, 1773 West Fletcher Avenue, Tampa, Florida 33612-1820.

The undersigned has executed these Articles of Organization on the 16 day of April, 2007.

THE ENTERTAINMENT REAL ESTATE TRUST,
LLC

By: 
Randy M. Feldman, Authorized Representative

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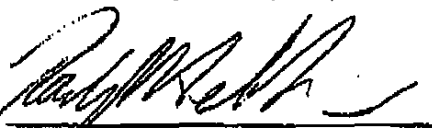
**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: The Entertainment Real Estate Trust, LLC.
2. The name and address of the registered agent and office are:

Randy M. Feldman
1773 West Fletcher Avenue
Tampa, Florida 33612-1820

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 its 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.



Randy M. Feldman, Registered Agent

4-16-07
(Date)

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