

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

L07000120617
FILED 8:00 AM
December 04, 2007
Sec. Of State
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Article I

The name of the Limited Liability Company is:

B-FLY ENTERTAINMENT, LLC

Article II

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

8291 DAMES POINT CROSSING BLVD
N #3308
JACKSONVILLE, FL. US 32277

The mailing address of the Limited Liability Company is:

8291 DAMES POINT CROSSING BLVD
N #3308
JACKSONVILLE, FL. US 32277

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:

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE, FL. 32301

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: DOREEN F WALLACE

Article V

The name and address of managing members/managers are:

Title: MGRM
MARCUS D RAYSOR
8291 DAMES POINT CROSSING BLVD N #3308
JACKSONVILLE, FL. 32277 US

Title: MGRM
KAREEM MILLIER
7135 MARK ST
JACKSONVILLE, FL. 32210 US

Title: MGRM
BRIAN L COTE
3255 FRUITWOOD IN
JACKSONVILLE, FL. 32277 US

Signature of member or an authorized representative of a member

Signature: MARCUS RAYSOR

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