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Division of Corporations
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L. SELLERS

MAR 27 2008

EXAMINER

To:

Division of Corporations
Fax Number : (850) 617-6383

From:

D. Guerra
Account Name : AKERMANTENTERFITT (FT. LAUDERDALE)
Account Number : I19980000010
Phone : (954) 463-2700
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

CineArt Acquisition, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
CINEART ACQUISITION, LLC
a Florida limited liability company**

**ARTICLE I
NAME**

The name of the limited liability company (the "Company") is: CineArt Acquisition, LLC

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Company are: 6550 N.E. 4th Court, Miami, FL 33138.

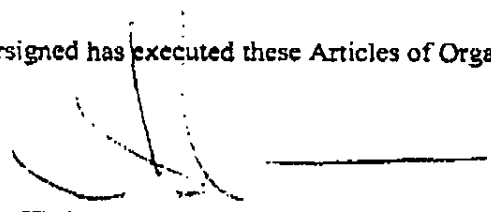
**ARTICLE III
DURATION**

The period of duration for the Company shall begin on the date of filing these Articles of Organization with the Florida Secretary of State and shall have a perpetual existence and duration, until terminated in accordance with applicable law.

**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The name of the Company's initial registered agent is Antonio Maiorana. The street address of the Company's initial registered agent is 6550 N.E. 4th Court, Miami, FL 33138.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 26th day of March, 2008.


Antonio Maiorana,
Authorized representative

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**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of **CineArt Acquisition, LLC**, a Florida limited liability company (the "Company"), in the Company's Articles of Organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's Articles of Organization, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 26th day of March, 2008.


Antonio Maiorana

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