

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

L08000033531
FILED 8:00 AM
April 02, 2008
Sec. Of State
gmcleod

Article I

The name of the Limited Liability Company is:

ATLAS-STRONG PRODUCTIONS, LLC

Article II

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

404 WASHINGTON AVENUE
SUITE 120
MIAMI BEACH, FL. US 33139

The mailing address of the Limited Liability Company is:

404 WASHINGTON AVENUE
SUITE 120
MIAMI BEACH, FL. US 33139

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:

JEFFREY H PFEFFER ESQ.
630 SNUG HARBOR DRIVE
SUITE 1
BOYNTON BEACH, FL. 33435

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: JEFFREY H. PFEFFER

Article V

The name and address of managing members/managers are:

Title: MGRM
ARIES EXCHANGE, INC.
404 WASHINGTON AVENUE, SUITE 120
MIAMI BEACH, FL. 33139 US

Title: MGRM
WHARTON CAPITAL INTERNATIONAL CORP.
444 MADISON AVENUE, 40TH FLOOR
NEW YORK, NY. 10022 US

Title: MGR
SCOTT A MEDNICK
5463 COLLINGWOOD CIRCLE
CALABASAS, CA. 91302 US

Title: MGR
JONATHAN M BRAUN
1459 SHUNPIKE ROAD
CAMBRIDGE, NY. 12816 US

Title: MGR
WANDA LOPEZ
187 STERLING STREET
PORT JEFFERSON STATION, NY. 11776 US

Title: MGR
K-POOTZ, LC
630 SNUG HARBOR DRIVE
BOYNTON BEACH, FL. 33435 US

Article VI

The effective date for this Limited Liability Company shall be:

04/01/2008

Signature of member or an authorized representative of a member

Signature: DAVID BADNER

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