

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

**L08000068752
FILED 8:00 AM
July 16, 2008
Sec. Of State
Isellers**

Article I

The name of the Limited Liability Company is:

BLUE OCEAN FILM FESTIVAL LLC

Article II

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

4515 GEORGE ROAD SUITE 320
TAMPA, FL. 33634

The mailing address of the Limited Liability Company is:

4515 GEORGE ROAD SUITE 320
TAMPA, FL. 33634

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:

DEBORAH KINDER
202 WINDWARD PASSAGE UNIT 201
CLEARWATER, FL. 33767

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: DEBORAH KINDER

Article V

The name and address of managing members/managers are:

Title: MGRM
MAKE A DIFFERENCE MEDIA INC
4515 GEORGE ROAD SUITE 320
TAMPA, FL. 33634

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Signature of member or an authorized representative of a member

Signature: DEBORAH KINDER