

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

L08000069605
FILED 8:00 AM
July 18, 2008
Sec. Of State
gmcleod

Article I

The name of the Limited Liability Company is:

THE OCCURRENCE,LLC

Article II

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

3315 MAGGIE BLVD, SUITE 100
C/O SILVER LINING STUDIOS
ORLANDO, FL. 32712

The mailing address of the Limited Liability Company is:

3315 MAGGIE BLVD, SUITE 100
C/O SILVER LINING STUDIOS
ORLANDO, FL. 32712

Article III

The purpose for which this Limited Liability Company is organized is:

THE OCCURRENCE,LLC,A FLORIDA LIMITED LIABILITY COMPANY IS
PRODUCING AN INDEPENDENT FILM ENTITLED "THE OCCURRENCE"

Article IV

The name and Florida street address of the registered agent is:

CHARLE WILLITS
4378 SEA ROCK COURT
APOPKA, FL. 32712

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: CHARLES WILLITS

Article V

The name and address of managing members/managers are:

Title: MGR
CHARLES WILLITS
1901 NORTH FORSYTH RD
ORLANDO, FL. 32807

Title: MGR
SETH ROBERT
1901 NORTH FORSYTH RD
ORLANDO, FL. 32807

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Article VI

The effective date for this Limited Liability Company shall be:

07/18/2008

Signature of member or an authorized representative of a member

Signature: ARTHUR SMITH JR