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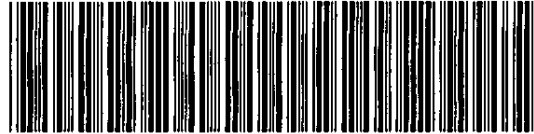
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

PRESTON O. COCKEY, JR., P.A.

Attorney At Law

110 E. Madison Street
Suite 204
Tampa, Florida 33602

Tel: 813-275-5015
Fax: 813-275-5016
E-mail: gwilde@poclaw.com

September 22, 2008

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Articles of Organization Filing – CAY Cinema, LLC and GAN Cinema, LLC

To Whom It May Concern:

Please file the enclosed original Articles of Organization for CAY Cinema, LLC and GAN Cinema, LLC and forward us the certified copy of the Articles via fax to (813) 275-5016 AND send in the enclosed self-addressed stamped envelope. I have enclosed our check in the amount of \$260, for the filing of the Articles (\$100 each LLC) and the certified copies fee (\$30 each LLC).

Please call me at (813) 275-5015 if you have any questions.

Very truly yours,



Gina R. Wilde, Legal Administrator
to Preston O. Cockey, Jr.

/grw
Enclosures

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**ARTICLES OF ORGANIZATION
OF
CAY CINEMA, LLC**

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CLERK OF STATE
TALLAHASSEE, FLORIDA

1. **NAME.** The name of this limited liability company is CAY Cinema, LLC (the "Company"), and it shall be formed as a limited liability company under Chapter 608 of the laws of the State of Florida.

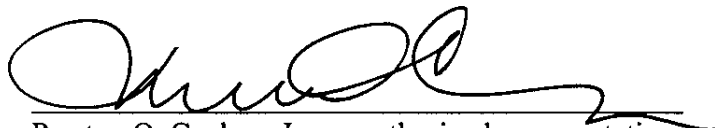
2. **PLACE OF BUSINESS.** The mailing address and street address of the Company's principal office is 6654 – 78th Avenue North, Pinellas Park, Florida 33781.

3. **REGISTERED AGENT AND OFFICE.** The name of the initial registered agent of the Company is Preston O. Cockey, Jr. The street address of the initial registered agent of the Company is 110 E. Madison Street, Suite 204, Tampa, Florida 33602.

4. **MANAGEMENT OF THE COMPANY.** The Company shall be managed by a manager or managers in accordance with the Operating Agreement adopted by all of the members and is, therefore, a **manager-managed** company. The initial managers of the Company are Carlos A. Yepes and Greg A. Nowak.

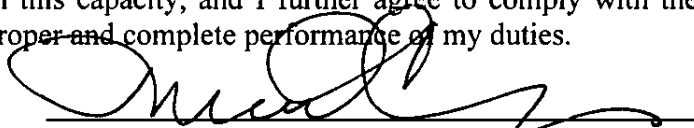
5. **OPERATING AGREEMENT.** The manager or managers shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

The undersigned executed these Articles of Organization effective as of the 22nd day of September, 2008. (In accordance with Section 608.408(3), *Florida Statutes*, the execution of these Articles constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)


Preston O. Cockey, Jr., as authorized representative

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all *Statutes* relative to the proper and complete performance of my duties.


Preston O. Cockey, Jr.

Dated: September 22, 2008.