

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

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FILED 8:00 AM
March 04, 2009
Sec. Of State
gmcleod

Article I

The name of the Limited Liability Company is:

WALKOFF MUSIC PUBLISHING, LLC

Article II

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

1201 PEACHTREE STREET
400 COLONY SQUARE, SUITE 200
ATLANTA, GA. 30361

The mailing address of the Limited Liability Company is:

C/O SHIREDA HOWARD, 1201 PEACHTREE STREET
400 COLONY SQUARE, SUITE 200
ATLANTA, GA. 30361

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:

SMALLBIZ AGENTS, LLC
4244 W. TENNESSEE STREET
#185
TALLAHASSEE, FL. 32304

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: MICHAEL BANNER

Article V

The name and address of managing members/managers are:

Title: MGRM
JOSE CUEVAS
1201 PEACHTREE STREET ,400 COLONY SQUARE,
SUITE 200, ATLANTA, GA. 30361

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Signature of member or an authorized representative of a member

Signature: KAREN SENA