

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

L09000057122
FILED 8:00 AM
June 12, 2009
Sec. Of State
nculligan

Article I

The name of the Limited Liability Company is:
TIPPING POINT THEATRICALS, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
3100 COLLINS AVENUE
#1503
MIAMI BEACH, FL. 33140

The mailing address of the Limited Liability Company is:
3100 COLLINS AVENUE
#1503
MIAMI BEACH, FL. 33140

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:
INTEGRAL SERVICES, INC.
17888 67TH COURT NORTH
LOXAHATCHEE, FL. 33470

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: JANICE NULL OBO INTEGRAL SERVICES, INC.

Article V

The name and address of managing members/managers are:

Title: MGRM
S&P USA, LLC
3100 COLLINS AVENUE, #1503
MIAMI BEACH, FL. 33140

L09000057122
FILED 8:00 AM
June 12, 2009
Sec. Of State
nculligan

Signature of member or an authorized representative of a member

Signature: SIDSEL DUPONT