

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

L10000009576  
FILED 8:00 AM  
January 26, 2010  
Sec. Of State  
ncausseaux

**Article I**

The name of the Limited Liability Company is:  
DOWN UNDER ENTERTAINMENT, LLC

**Article II**

The street address of the principal office of the Limited Liability Company is:  
9277 WESLEY COVE COURT  
JACKSONVILLE, FL. 32257

The mailing address of the Limited Liability Company is:  
331 W. 57TH STREET  
SUITE 416  
NEW YORK, NY. 10019

**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:  
DAVID GOLDMAN  
3733 UNIVERSITY BLVD. WEST  
SUITE 212B  
JACKSONVILLE, FL. 32217

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: DAVID GOLDMAN

## **Article V**

The name and address of managing members/managers are:

Title: MGRM  
AIESHA A ALLEN  
9277 WESLEY COVE COURT  
JACKSONVILLE, FL. 32257

L10000009576  
FILED 8:00 AM  
January 26, 2010  
Sec. Of State  
ncausseaux

Signature of member or an authorized representative of a member

Signature: DAVID GOLDMAN