

MONTELLO & ASSOCIATES, P.A.
2750 N.E. 185th Street, Suite 201
Aventura, Florida 33180

Telephone: (305) 682-2000
Facsimile: (305) 682-3669

September 4, 2012

VIA FEDEX

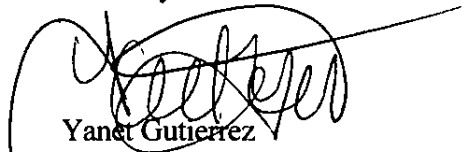
Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Directsatellite Cables & Services LLC (the "Company")

Ladies and Gentlemen:

Enclosed please find two original sets of the Company's Amended and Restated Articles of Organization changing the company's name to MVW Management LLC along with a check for \$25.00 representing the requisite filing fee. If you have any questions, please call me.

Sincerely,



Yanet Gutierrez
Paralegal

Enclosures

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
DIRECTSATellite CABLES & SERVICES LLC**

FILED
12 SEP -15 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Original Articles of Organization filed with
the Florida Department of State on
January 24, 2011**

ARTICLE I

Name

The name of the limited liability company is MVW MANAGEMENT LLC (hereinafter called the "Corporation").

ARTICLE II

Principal Office

The address of the principal office and the mailing address of the Corporation is 2750 NE 185th Street, Suite 201, Aventura, Florida 33180.

ARTICLE III

Registered Office and Registered Agent

The street address of the Company's registered office in the State of Florida is 2750 N.E. 185th Street, Suite 201, City of Aventura, County of Miami-Dade, and the name of its registered agent at such office is Louis R. Montello.

ARTICLE IV

**Restrictions on Membership and
Right to Continue After Withdrawal of a Member**


Members shall have the right to admit new members by the consent of the members owning a majority of the interests in the Company. Contributions required of new members shall be determined as of the time of admission to the Company. A member's interest in the Company may not be sold or otherwise transferred except with the consent of the members owning a majority of the interests in the Company. Upon the occurrence of any event that terminates the continued membership of a member in the Company, the remaining members shall have the right to continue the business upon consent of the members owning a majority of the interests in the Company.

ARTICLE V
Indemnification

The Company shall indemnify and shall advance expenses on behalf of its members and managers to the fullest extent not prohibited by any law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation on September 4, 2012.


DIRECTSATELLITE CABLES & SERVICES LLC


By: _____
Louis R. Montello,
As Authorized Representative

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of Directsatellite Cables & Services LLC, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

September 4, 2012



Louis R. Montello,
Registered Agent