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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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DEC 15 2011

**LAW OFFICES OF**  
**Kenneth D. Kossow, Esq.**  
**J.D., L.L.M. (Taxation), C.P.A.**

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General Litigation •  
Contract Negotiation •  
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Entity Formation/Real Estate •

December 9, 2011

**VIA U.S. MAIL DELIVERY**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: **Primetime Amusements USA (TPU) LLC**  
**Primetime Amusements Int'l (Caribbean) LLC**

To Whom It May Concern:

Enclosed for filing are Articles of Organization for the above-referenced entities (2), along with a check payable to the order of the Florida Department of State in the amount of \$250.00 to cover the filing fee for the articles of organization and designation of registered agent (\$125.00 per entity).

Please also note that David Goldfarb, my client, is the sole owner of Primetime Amusements' entities, and by this transmittal confirms his consent to the formation of the above-referenced entities bearing similar names.

Please return all correspondence concerning this matter to my attention at the Law Offices of Kenneth D. Kossow, Esq., 1325 Diplomat Parkway, Hollywood, Florida 33019.

Thank you.

Sincerely,



Kenneth D. Kossow

Enclosures

Cc: David Goldfarb, Esq. w/ enclosures

EFFECTIVE DATE  
12-9-2011

**PRIMETIME AMUSEMENTS USA (TPU) LLC**

**ARTICLES OF ORGANIZATION**

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The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I. NAME**

The name of the limited liability company is **PRIMETIME AMUSEMENTS USA (TPU) LLC** (the "Company").

**ARTICLE II. ADDRESS**

The principal office and mailing address of the Company is:

5300 Powerline Road, Suite #210  
Ft. Lauderdale FL 33309

**ARTICLE III. REGISTERED AGENT AND OFFICE**

The Company designates 1325 Diplomat Parkway, Hollywood, Florida 33019 as the street address of the initial registered office of the Company and names Kenneth D. Kossow the Company's initial registered agent at that address to accept service of process within this state.

**ARTICLE IV. MANAGEMENT**

The Company is to be managed by one or more managers and is, therefore, a manager-managed company. The name and address of the initial manager (MGR) is David Goldfarb, 5300 Powerline Road, Suite #210, Ft. Lauderdale FL 33309.

**ARTICLE V. DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated by the written agreement of a majority of ownership interest.

**ARTICLE VI. PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE VII. ADDITIONAL MEMBERS**

Additional Members may be admitted upon the approval of a majority of the ownership interest of the Company, upon the written application of such new Member.

**ARTICLE VIII. EFFECTIVE DATE**

The effective date of these Articles of Organization is December 9, 2011.

**IN WITNESS WHEREOF**, the undersigned has hereunto set his hand and seal this 9th day of December 2011.



Kenneth D. Kossow  
Duly Authorized Representative of a Member

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned agrees to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that he is familiar with, and accepts, the obligations of such position.



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Kenneth D. Kossow

Dated: December 9, 2011