

# L12000034188

Florida Department of State  
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Account Number : I20000000003  
Phone : (407) 841-4141  
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**FLORIDA LIMITED LIABILITY CO.  
CITY REDEEM, LLC**

Certificate of Status	0
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**ARTICLES OF ORGANIZATION  
OF  
CITY REDEEM, LLC**

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The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

**ARTICLE I**

Name. The name of the limited liability company shall be CITY REDEEM, LLC ("Company").

**ARTICLE II**

Address. The mailing address and street address of the principal office of the Company shall be 3517 Watercrest Place, Orlando, Florida 32835.

**ARTICLE III**

Duration. The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in the operating agreement of the Company.

**ARTICLE IV**

Initial Registered Office and Agent. The street address of the initial registered office of the Company is 3517 Watercrest Place, Orlando, Florida 32835 and the name of the initial registered agent of the Company at that address is MICHAEL J. MORAN.

**ARTICLE V**

Management. The Company shall be managed by Pictoria Studios USA, Inc. and Evil Genius Technologies, LLC, as Co-Managers.

**ARTICLE VI**

Member's Right to Continue Business. The remaining members of the limited liability company shall not have any right(s) to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member, unless expressly consent to in writing by all of the members, including the disassociating member.

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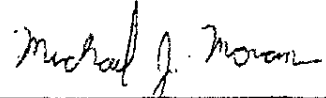
## ARTICLE VII

Operating Agreement and Regulations. Any Operating Agreement and Regulations (as defined in Section 608.402 of the Act), relating to this Limited Liability Company must be in writing and signed by all of the Members. The Members shall have the power to adopt, alter, or repeal the operating agreement and regulations of the Limited Liability Company containing provisions for the regulation and management of the affairs of the Limited Liability Company.

## ARTICLE VIII

Limitation on Agency Authority of Members. Pursuant to Section 08.4235 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

IN WITNESS WHEREOF, the undersigned does set his hand and seal and has acknowledged and filed the foregoing Articles of Organization under the laws of the State of Florida this 8 day of March, 2012

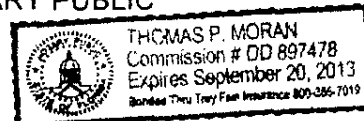


Michael J. Moran  
Pictoria Studios USA, Inc.

STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared MICHAEL J. MORAN, to me personally known to be the person described in and who executed the foregoing Articles of Organization and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 8 day of March, 2012.

  
NOTARY PUBLIC

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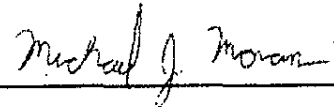
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ACCEPTANCE BY REGISTERED AGENTSECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN ARTICLE VII OF THESE ARTICLES OF INCORPORATION, 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.



Michael J. Moran  
Registered Agent

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