

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

**L12000159692
FILED 8:00 AM
December 21, 2012
Sec. Of State
bbostick**

Article I

The name of the Limited Liability Company is:
TURNING THE TIDE MOVIE, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
465 BRICKELL AVENUE
MIAMI, FL. 33131

The mailing address of the Limited Liability Company is:
115 NE BROAD STREET
SOUTHERN PINES, NC. UN 28387

Article III

The purpose for which this Limited Liability Company is organized is:
THIS HOLDING COMPANY IS BEING FORMED FOR THE EQUAL BENEFIT
OF ITS THREE MEMBERS, IN ORDER TO FINANCE, AND MANAGE, THE
PRODUCTION OF A MOTION PICTURE.

Article IV

The name and Florida street address of the registered agent is:
ROY M TAYLOR III
850 BOYCE STREET
SARASOTA, FL. 34329

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: ROY M TAYLOR, III

Article V

The name and address of managing members/managers are:

Title: MGRM
P. A. CORKY GILLIS
135 WEST CT AVENUE
SOUTHERN PINES, NC. 28387

Title: MGRM
KINGSLEY E EDGECOMBE JR.
465 BRICKELL AVENUE
MIAMI, FL. 33131

Title: MGRM
ROY M TAYLOR III
1850 BOYCE STREET
SARASOTA, FL. 34329

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Article VI

The effective date for this Limited Liability Company shall be:

01/01/2013

Signature of member or an authorized representative of a member

Electronic Signature: P.A. CORKY GILLIS

I am the member or authorized representative submitting these Articles of Organization and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the LLC and every year thereafter to maintain "active" status.