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FLORIDA LIMITED LIABILITY CO.  
SATELLITE CINEMAS OCEAN WALK, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION**  
**OF**  
**SATELLITE CINEMAS OCEAN WALK, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Revised Limited Liability Company Act, F.S. Chapter 605, hereby make, acknowledge, and file the following Articles of Organization:

**ARTICLE I**  
**NAME OF THE LIMITED LIABILITY COMPANY**

The name of this Limited Liability Company shall be SATELLITE CINEMAS OCEAN WALK, LLC.

**ARTICLE II**  
**ADDRESS**

The street address of the principal office of the Company shall be 250 N. Atlantic Avenue, Suite 300, Daytona Beach, Florida 32118. The mailing address of the Company shall be 250 N. Atlantic Avenue, Suite 201, Daytona Beach, Florida 32118.

**ARTICLE III**  
**PERIOD OF DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date if specified. The Company's existence shall be perpetual, unless the Company is dissolved earlier as provided in these Articles of Organization or in the Operating Agreement.

**ARTICLE IV**  
**REGISTERED OFFICE AND AGENT**

The initial street address in Florida of the initial registered office of the Company is 250 N. Atlantic Avenue, Suite 201, Daytona Beach, Florida 32118, and the name of the initial registered agent at such address is FADI AL-WAKEEL.

**ARTICLE V**  
**CAPITAL CONTRIBUTIONS**

The Members of the Company shall contribute to the capital of the Company the cash or property set forth in the Operating Agreement.

**ARTICLE VI**  
**ADDITIONAL CAPITAL CONTRIBUTIONS**

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Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members or as provided in the Operating Agreement.

**ARTICLE VII**  
**ADMISSION OF NEW MEMBERS**

Except as set forth in the Operating Agreement, no additional members shall be admitted to the Company except with the majority consent of all the members of the Company holding membership units of ten percent (10%) or greater, and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all of the members of the Company holding membership units of ten percent (10%) or greater, other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

**ARTICLE VIII**  
**MEMBERS' RIGHT TO CONTINUE BUSINESS**

The Company shall be dissolved on the death, bankruptcy or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by majority consent of all the members of the Company holding membership units of ten percent (10%) or greater.

**ARTICLE IX**  
**MANAGEMENT**

The Company shall be managed by the managers in accordance with Operating Agreement adopted by the members for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law. The initial managers of the Company shall be FAWZI AL-WAKEEL and ALEJANDRO SARASINO.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed to these Articles of Organization at Volusia County, Florida on this 28 day of August, 2018.

[signatures next pages]

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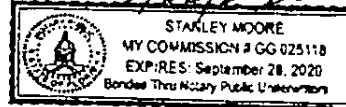
SATELLITE CINEMAS DAYTONA, LLC, a  
Florida limited liability company

ALEJANDRO SARASINO as Manager

STATE OF FLORIDA  
COUNTY OF MIAMI DADE

The foregoing Amended Articles of Organization were acknowledged before me this 28 day of August, 2018, by ALEJANDRO SARASINO as Manager of SATELLITE CINEMAS BEACH, LLC, who has ✓ produced a ✓ driver's license as identification or ✓ who is personally known to me.

Stanley Moore  
Stanley Moore, Notary Public  
Printed Name of Notary  
Commission No. \_\_\_\_\_  
My Commission Expires: 9/28/2020



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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED  
OFFICE OF SATELLITE CINEMAS OCEAN WALK, LLC**

Under the provisions of F.S. 605.0113 or 605.0114, SATELLITE CINEMAS OCEAN WALK, LLC, submits the following statement to designate a registered office and registered agent in the state of Florida:

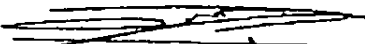
1. The name of the limited liability company is SATELLITE CINEMAS OCEAN WALK, LLC.

2. The name and street address of the registered agent in Florida is:

**FADI AL-WAKEEL**  
250 N. Atlantic Avenue, Suite 201  
Daytona Beach, Florida 32118

The undersigned, being the person named in the Articles of Organization of SATELLITE CINEMAS OCEAN WALK, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated Company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Date: August 27, 2018

  
**FADI AL-WAKEEL**  
Registered Agent

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