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FILE NO. 349,01

June 14, 1996

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

500001872205
-06/24/96--01010--009
*****43.75 *****43.75

500001872205
-06/24/96--01010--010
*****250.00 *****250.00

Re: Gainesville Entertainment, L.C. and
Gainesville Entertainment Property Limited Partnership

Dear Sir/Madam:

Enclosed for filing with your office are an original and one copy of the Articles of Organization, the Affidavit of Membership and Contributions, and the Certificate of Designation of Registered Agent/Registered Office with respect to Gainesville Entertainment, L.C. Also enclosed is a check for \$250.00, and a check for \$43.75 to cover the fee for filing the above documents, and to issue the Certificate of Status.

Also enclosed are the Certificate of Limited Partnership of Gainesville Entertainment Property Limited Partnership, the Affidavit of Capital Contributions for Florida Limited Partnership, and a check in the amount of \$1,793.75 to cover the filing fee for the Certificate, Designation of the Registered Agent, and issuance of a Certificate of Status.

Please form Gainesville Entertainment, L.C. first, then Gainesville Entertainment Property Limited Partnership, issue the Certificate of Status for each entity, and return the certificate and conformed copies of the filed documents to this office.

If you have any questions, please contact the undersigned.

Very truly yours,

Grant C. Keary

285.00 F.F.
8.75 CUS
293.75

B96-2893
DMP
6-17-96

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 JUN 17 PM 12:59

FILED

GCK:kb
Enclosures

cc: Mr. Erik Rameson (w/o encls.)

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

FILED
96 JUN 17 PM 12:59
SECRET
TALLAHASSEE, FLORIDA

ARTICLE I - Name:

The name of the Limited Liability Company is:

GAINESVILLE ENTERTAINMENT, L.C., a Florida
limited liability company

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

104 West Anapamu Street
Suite G
Santa Barbara, California 93101

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

To December 31, 2030

ARTICLE IV - Management:

(check and complete the appropriate statement)

☒ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

William L. Rameson
73 Hollister Ranch
Gaviota, California 93117

Ronald H. Semler
32111 Mulholland Highway
Malibu, California 90265

☐ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/ are:

SIGNATURE PAGE TO ARTICLES OF ORGANIZATION FOR

GAINESVILLE ENTERTAINMENT, L.C.

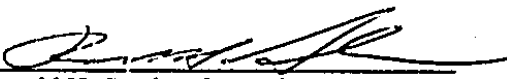
Under the penalties of perjury we declare that we have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Dated June 13, 1996

OMEGA ALPHA INVESTMENTS
LIMITED PARTNERSHIP, a Nevada
limited partnership, Member

By: 
William L. Rameson, General Partner

THE SEMLER COMPANIES/AGOURA,
a California limited partnership, Member

By: 
Ronald H. Semler, General Partner

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of GAINESVILLE
ENTERTAINMENT, L.C. deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 0
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ 0. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 3,650.00. This total includes amounts from 2 and 3 above.

OMEGA ALPHA INVESTMENTS LIMITED PARTNERSHIP,
a Nevada limited partnership

By: William L. Rameson

Signature of a member or authorized representative of a member.
(In accordance with section 606.406(3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

WILLIAM L. RAMESON, General Partner

FILED
96 JUN 17 PM 12:59
TALLAHASSEE
FLORIDA
SECRETARY OF STATE

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
96 JUN 17 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: GAINESVILLE ENTERTAINMENT, L.C.

2. The name and address of the registered agent and office is:

CT Corporate System

(Name)

1200 South Pine Island Road

(P.O. Box or Mail Drop Box **NOT** acceptable)

Plantation, Florida 33324

(City/State/Zip)

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.

C T Corporation System

By: D.F. Hickey, Assistant Secretary

(Signature)

6-6-96

(Date)

Filing Fee: \$ 35 for Designation of Registered Agent