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Division of Corporations

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LIMITED LIABILITY COMPANY

ROYAL PALM PRODUCTION, LLC.

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**ARTICLES OF ORGANIZATION FOR**  
**ROYAL PALM PRODUCTIONS, LLC**

THE UNDERSIGNED, for the purpose of forming a Limited Liability Company for profit pursuant to Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I - Name**

The name of the Limited Liability Company is:

**Royal Palm Productions, LLC.**

**ARTICLE II - Address**

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

51 Royal Palm Drive  
Fort Lauderdale, FL 33301

**ARTICLE III - Duration**

This Limited Liability Company shall have perpetual existence commencing on the date of the filing of these Articles of Organization with the Department of State of Florida.

Prepared by: Diane M. Perry  
2455 E. Sunrise Blvd # 905  
Ft. Lauderdale, FL 33304  
(954) 564-6616 FBN-699950

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**ARTICLE IV - Management**

The Company is to be managed by the members and the name and addresses of the managing members are:

Eugene A. Musso  
700 Solar Isle Drive  
Ft. Lauderdale, FL 33301

Otto Waalkes  
51 Royal Palm Drive  
Ft. Lauderdale, FL 33301

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**ARTICLE V - Admission of Additional Members:**

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

(A) Upon the written consent of all members.

**ARTICLE VI - Members Rights to Continue Business**

The right, if given, of the remaining members of the limited liability company 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 in the limited liability company shall be:

(A) None. In such event, the limited liability company will dissolve.

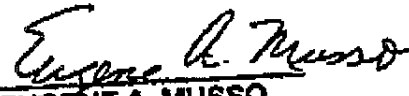
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**ARTICLE VII**  
**Affidavit of Membership and Contributions**

The undersigned member of Royal Palm Productions, LLC certifies:

1. The above named limited liability company has at least one member;
2. The total amount of cash contributed by each of the members is:  
\$5,000.00;
3. If any, the agreed value of property other than cash contributed by members  
is: \$ 0 and;
4. The total amount of cash and property contributed and  
anticipated to be contributed by members: \$ 10,000.00.

  
**EUGENE A. MUSSO,**  
**MEMBER**

(In accordance with Section 608.406(3) Florida Statutes, the execution of  
this affidavit constitutes and affirmation under the penalties of perjury  
that the facts stated herein are true.)

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**ARTICLE VIII**  
**Liability of Members to Third Parties**

Any person who is a member of this limited liability company is not liable solely by reason of being a member, under a judgment, decree or order of the court, or in any other manner, for a debt, obligation, or liability of the limited liability company, whether arising in contract, tort or otherwise or for the acts or omissions of any other member, manager, agent or employee of the limited liability company.

**ARTICLE IX**  
**Initial Registered Office and Registered Agent**

The street address of the initial registered office of the limited liability company is 2455 Est Sunrise Boulevard, Suite 905, Ft. Lauderdale, F 33304 and the initial registered agent is Diane M. Perry.

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Date: 1/29/99

Eugene A. Musso  
EUGENE A. MUSSO,  
MEMBER

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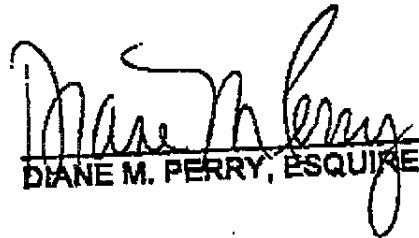
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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: Royal Palm Productions, LLC.
2. The name and the Florida street address of the registered agent is:

DIANE M. PERRY, ESQUIRE  
DIANE M. PERRY, P.A.  
2455 East Sunrise Boulevard  
Suite 905  
Fort Lauderdale, FL 33304

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.

  
DIANE M. PERRY, ESQUIRE

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