

Thursday, July 22, 1999

Division of Corporations

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**LIMITED LIABILITY COMPANY**

**CDVD LIMITED LIABILITY COMPANY**

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**ARTICLES OF ORGANIZATION  
OF  
CDVD LIMITED LIABILITY COMPANY**

**ARTICLE I**

**NAME**

The name of this limited liability company is **CDVD LIMITED LIABILITY COMPANY** referred to in these Articles of Organization as the "Company".

**ARTICLE II**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Company shall be:

7000 West Palmetto Park Road  
Suite 200  
Boca Raton, FL 33433

**ARTICLE III**

**DURATION**

Unless dissolved earlier, the Company will dissolve automatically on December 31, 2039. Except for prior amendment to this Article III, no act by the Company or its members can avoid that dissolution.

Prepared by:  
Law Offices of Steven Garellek, P.A.  
7000 West Palmetto Park Road, #200  
Boca Raton Florida 33433  
Fla. Bar No. 0962480  
Tel: (561) 391-3344

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**ARTICLE IV**

**REGISTERED OFFICE AND AGENT**

The street address of the Company's initial registered office shall be 7000 West Palmetto Park Road, Suite 200, Boca Raton, Florida 33433 the initial registered agent for the Company at that address shall be Steven Garellek.

**ARTICLE V**

**MANAGEMENT BY MANAGERS**

The Company will be managed by a manager and the name and address of such Manager is:

Claude PEPIN  
909, boul. Pierre Bertrand  
Local 120  
Vanier, Quebec  
G1M 3R8 Canada

**ARTICLE VI**

**ADMISSION OF NEW MEMBERS**

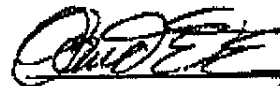
The Company may admit new members only upon the consent of the remaining members.

**ARTICLE VII**

**MEMBERS RIGHT TO CONTINUE BUSINESS**

The members of the Company shall have the right 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 Company provided that in no event shall the business continue after December 31, 2039 (unless such date is postponed by articles of amendment) and provided that the Company shall always have at least two members.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization this 30<sup>th</sup> day of June, 1999.

  
\_\_\_\_\_  
CLAUDE PEPIN

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### ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for **CDVD LIMITED LIABILITY COMPANY** at the place designated in the Articles of Organization, 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.

DATED: June 30, 1999.


  
\_\_\_\_\_  
STEVEN GARELLEK

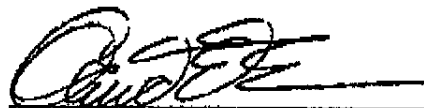
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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member or authorized representative of a member of  
**CDVD LIMITED LIABILITY COMPANY**, deposes and says:

1. The above named limited liability company has at least two (2) members.
2. The total amount of cash contributed by the members is \$1,000.00. 
3. If any, the agreed value of property other than cash contributed by members is \$0.00.
4. The total amount of cash or property anticipated to be contributed by members is \$1,000.00 This total includes amounts from 2 and 3 above.



Authorized representative of a member

In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

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