

Division of Corporations

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Florida Department of State

Division of Corporations

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LIMITED LIABILITY COMPANY

LOLA ENTERTAINMENT GROUP, L.L.C.

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
Lola Entertainment Group, L.L.C.**

We, the undersigned as organizers of a limited liability company, under the Florida Limited Liability Company Act, adopt the following Articles of Organization for such limited liability company:

ARTICLE I: NAME

The name of this limited liability company is Lola Entertainment Group, L.L.C

ARTICLE II DURATION

The period of duration of this limited liability company shall be 54 years from the date of the issuance of a Certificate of Organization by the State of Florida.

ARTICLE III: PRINCIPAL OFFICE

The address of the principal office of this limited liability company is 5636C Fox Hollow Drive, Boca Raton, FL 33486, and the mailing address shall be the same.

ARTICLE IV: REGISTERED AGENT AND OFFICE

The name of the initial registered agent within Florida is Mark Averbuch and the street address is 5636C Fox Hollow Drive, Boca Raton, FL 33486.

Prepared By:
Berkowitz & Associates, P. A.
P. O. Box 970024
Boca Raton, Florida 33497
561-470-0492
FL Bar #: 959480

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ARTICLE V: MEMBERS

This limited liability company has three (3) members whose names and addresses are:

David Bick
5636C Fox Hollow Drive
Boca Raton, FL 33486

Ditmar Bick
6378 Avalon Pointe Court
Boca Raton, FL 33496

Alenby Florida, Inc.
5636C Fox Hollow Drive
Boca Raton, FL 33486

No additional members shall be admitted unless all members, (including any additional members other than original members) shall unanimously agree, and on such terms and conditions as shall be agreed unanimously.

The death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member of this limited liability company, shall terminate this company, unless the remaining members shall unanimously agree to continue the business of the company, in which event, this company shall not so terminate.

ARTICLE VI: MANAGEMENT

The management of this limited liability company is reserved to the members of this company, in proportion to their contributions to the capital of the limited liability company. The power to adopt, alter, amend or repeal the regulations of this limited liability company shall be vested in the members of the company.

The names and addresses of the managing members are:

David Bick
5636C Fox Hollow Drive
Boca Raton, FL 33486

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Berkowitz & Associates, P. A.
P. O. Box 970024
Boca Raton, Florida 33497
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Alenby Florida, Inc.
5636C Fox Hollow Drive
Boca Raton, FL 33486

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of
Organization on the date of signing.

Dated: November 10, 1999

By: Ian M. Berkowitz, Esq.
Berkowitz & Associates, P. A.


Incorporator

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Prepared By:
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Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that Lola Entertainment Group, L.L.C., desiring to organize or qualify under the laws of the State of Florida, has named Mark Averbuch, located at 5636C Fox Hollow Drive, Boca Raton, FL 33486, as its agent to accept service of process within Florida.

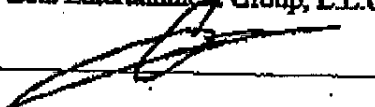
Dated: November 10, 1999


Ian M. Berkowitz, Incorporator
Berkowitz & Associates, P. A.

Having been named to accept service of process for the above stated Limited Liability Corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: November 10, 1999

By: Mark Averbuch, Member
Lola Entertainment Group, L.L.C.



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Prepared By:
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