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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

BRIGHTCONTENT, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
BRIGHTCONTENT, LLC**

The undersigned authorized representative of **BRIGHTCONTENT, LLC**, under Section 608.407 of the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization:

ARTICLE I - NAME

The name of this limited liability company (the "Company") is **BRIGHTCONTENT, LLC**.

ARTICLE II - ADDRESS

The mailing and street address of the principal office of the Company shall be 2010 N.W. 84 Avenue, Miami, Florida 33122.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Company's registered office shall be c/o Kirkpatrick & Lockhart LLP, 201 South Biscayne Blvd., 20th Floor, Miami, Florida 33131, and the registered agent for the Company at that address shall be Clayton E. Parker.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 2nd day of June, 2004.



Clayton E. Parker, Authorized Representative

FILED
JUN 10 2004
CLAYTON E. PARKER
REGISTERED AGENT
FLORIDA

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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/OFFICE
OF
BRIGHTCONTENT, LLC**

PURSUANT TO THE PROVISIONS OF SECTIONS 608.407 AND 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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 **BRIGHTCONTENT, LLC**.
2. The name and address of the registered agent and office is Clayton E. Parker, c/o Kirkpatrick & Lockhart LLP, 201 S. Biscayne Blvd., 20th Floor, Miami, Florida 33131.

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.

Dated this 2nd day of June, 2004.


Clayton E. Parker, Registered Agent

FILED
JUN 10 2004
STATE
OF FLORIDA

FILED