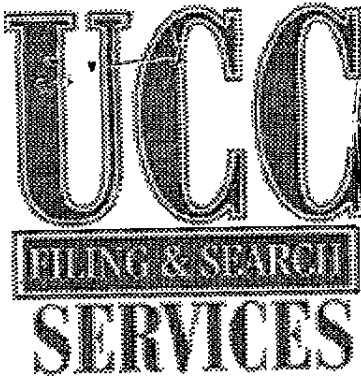




UCC FILING & SEARCH SERVICES, INC.
211 East Park Avenue
Tallahassee, Florida 32301
(904) 881-6583

HOLD

M02000002373

September 10, 2002

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

CEA Media Group, LLC

Filing Evidence

☒ Plain/Confirmation Copy

☐ Certified Copy

Retrieval Request

☐ Photocopy

☐ Certified Copy

Type of Document

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include
Articles & Amendments

☐ Fictitious Name Certificate

☐ Other

NEW FILINGS	
☐	Profit
☐	Non Profit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of RA Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Reports
☐	Fictitious Name
☐	Name Reservation
☐	Reinstatement

REGISTRATION/QUALIFICATION	
☒	Foreign
☐	Limited Liability
☐	Reinstatement
☐	Trademark
☐	Other

400007629934--2
-09/10/02--01017--027
****125.00 ****125.00

BK

FILED
SEP 10 2002
TALLAHASSEE FLORIDA

RECEIVED
02 SEP 10 AM 10:20



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 10, 2002

UCC FILING & SEARCH

TALLAHASSEE, FL

SUBJECT: CEA MEDIA GROUP, LLC
Ref. Number: W02000026270

FILED
02 SEP 10 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for CEA MEDIA GROUP, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$125.00 payment.

In Item 9, you should list either the names and addresses of the MANAGERS or the names and addresses of the MANAGING MEMBERS. If the LLC is managed by its members as you state, then please list the names and addresses of the MANAGING MEMBERS.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 802A00051930

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. CEA MEDIA GROUP, LLC
(Name of foreign limited liability company)
2. The State of Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Applied For
(FEI number, if applicable)
4. September 3, 2002
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 101 East Kennedy Blvd., Ste. 3300, Tampa, FL 33602
(Street address of principal office)

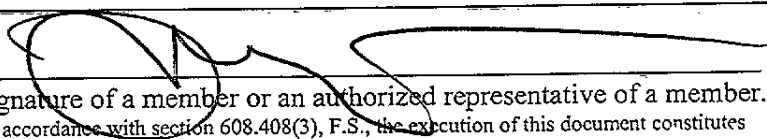
8. If limited liability company is a manager-managed company, check here ☐

9. The name and usual business addresses of the managing members or managers are as follows:
MRGM

CEA GROUP LLC, f/k/a CEA ADMINISTRATION, LLC, a Delaware limited liability company
101 East Kennedy Blvd., Suite 3300, Tampa, FL 33602

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Any activity or business
permitted under the laws of the United States and the laws of the state of Florida


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

By: J. Patrick Michaels, Jr., Authorized Representative

Typed or printed name of signee

**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:

CEA MEDIA GROUP, LLC

2. The name and the Florida street address of the registered agent and office are:

DAVID A. BURNS

(Name)

101 East Kennedy Blvd., Ste. 3300.

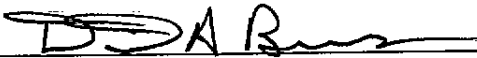
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tampa, FL 33602

FL

(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 as provided for in Chapter 608, F.S.



David A. Burns, ^(Signature) Registered Agent

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

FILED
02 SEP 10 PM 3:40
CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF
HILLSBOROUGH, FLORIDA

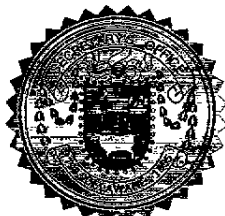
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CEA MEDIA GROUP, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTH DAY OF SEPTEMBER, A.D. 2002.

FILED
SEP 10 2002
PM 3:40
SECRETARY OF STATE
HARRIET SMITH WINDSOR



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3565187 8300

AUTHENTICATION: 1965843

020550903

DATE: 09-04-02