2013 FLORIDA LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L04000076999

Entity Name: POP FACTORY LLC

Current Principal Place of Business:

C/O REMARK MEDIA, INC. SIX CONCOURSE PARKWAY SUITE 1500

ATLANTA, GA 30328

Current Mailing Address:

C/O REMARK MEDIA, INC. SIX CONCOURSE PARKWAY SUITE 1500 ATLANTA, GA 30328 US

FEI Number: 20-1836158 Certificate of Status Desired: No

Name and Address of Current Registered Agent:

UNITED STATES CORPORATION AGENTS, INC. 13302 WINDING OAKS BLVD SUITE A-100 TAMPA, FL 33612-3425 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE:

Electronic Signature of Registered Agent

Date

FILED Apr 14, 2013

Secretary of State

CC7883960387

Authorized Person(s) Detail:

Title **MANAGER**

Name ZIMMER, BRADLEY T

C/O REMARK MEDIA, INC. Address

SIX CONCOURSE PARKWAY SUITE

ATLANTA GA 30328 City-State-Zip:

I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes; and that my name appears above, or on an attachment with all other like empowered.

04/14/2013 SIGNATURE: BRADLEY T. ZIMMER **MANAGER**