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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : J20000000195
Phone : (850) 521-1000
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 SEP 19 PM 12:28

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**FOREIGN PROFIT/NONPROFIT CORPORATION
DEMAND MEDIA, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Demand Media, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 20-4731239

(FBI number, if applicable)

4. March 23, 2006

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1299 Ocean Avenue, Ste. 500, Santa Monica, CA 90401-1022

(Principal office address)

1299 Ocean Avenue, Ste. 500, Santa Monica, CA 90401-1022

(Current mailing address)

8. The creation of media content for consumption on the Internet, and related brand advertising sales associated with the display and consumption of such Internet based media content.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Doreen Wallace

(Registered agent's signature)

Doreen Wallace
Assistant Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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12. Names and business addresses of officers and/or directors: SEE ATTACHED LIST OF OFFICERS & DIRECTORS

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Matthew P. Polesetsky

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Matthew P. Polesetsky, Secretary

(Typed or printed name and capacity of person signing application)

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SECRET
DEPT OF STATE
PALM BEACH, FLORIDA

ADDENDUM TO THE STATE OF FLORIDA APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA OF DEMAND MEDIA, INC.

LIST OF OFFICERS AND DIRECTORS

Name	Title	Address
Richard Rosenblatt	Chairman of the Board of Directors, Chief Executive Officer	Demand Media, Inc. 1299 Ocean Avenue, Ste. 500 Santa Monica, CA 90401-1022
Gaurav Bhandari	Director	Demand Media, Inc. 1299 Ocean Avenue, Ste. 500 Santa Monica, CA 90401-1022
Fred Harman	Director	Demand Media, Inc. 1299 Ocean Avenue, Ste. 500 Santa Monica, CA 90401-1022
John Hawkins	Director	Demand Media, Inc. 1299 Ocean Avenue, Ste. 500 Santa Monica, CA 90401-1022
James Quandt	Director	Demand Media, Inc. 1299 Ocean Avenue, Ste. 500 Santa Monica, CA 90401-1022
Victor Parker	Director	Demand Media, Inc. 1299 Ocean Avenue, Ste. 500 Santa Monica, CA 90401-1022
Peter Guher	Director	Demand Media, Inc. 1299 Ocean Avenue, Ste. 500 Santa Monica, CA 90401-1022
Joshua James	Director	Demand Media, Inc. 1299 Ocean Avenue, Ste. 500 Santa Monica, CA 90401-1022
Robert Bennett	Director	Demand Media, Inc. 1299 Ocean Avenue, Ste. 500 Santa Monica, CA 90401-1022
Charles Hilliard	President, Chief Financial Officer	Demand Media, Inc. 1299 Ocean Avenue, Ste. 500 Santa Monica, CA 90401-1022
Mel Tang	Treasurer	Demand Media, Inc. 1299 Ocean Avenue, Ste. 500 Santa Monica, CA 90401-1022
Matthew Polesetsky	Secretary	Demand Media, Inc. 1299 Ocean Avenue, Ste. 500 Santa Monica, CA 90401-1022
David Ho	Assistant Secretary	Demand Media, Inc. 1299 Ocean Avenue, Ste. 500 Santa Monica, CA 90401-1022
Daniel Weinrot	Assistant Secretary	Demand Media, Inc. 1299 Ocean Avenue, Ste. 500 Santa Monica, CA 90401-1022

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DEMAND MEDIA, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF AUGUST, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "DEMAND MEDIA, INC." WAS INCORPORATED ON THE TWENTY-THIRD DAY OF MARCH, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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You may verify this certificate online
at corp.delaware.gov/authver.shtml



Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8968001

DATE: 08-12-11