LOGOGO STAZZ 2
WHITEFORD, TAYLOR & PRESTON

SEVEN SAINT PAUL STREET
BALTIMORE, MARYLAND 21202-1626
, TELEPHONE 410.347.8700
FAX 410.752.7092

30 COLUMBIA CORPORATE CENTER
10440 LITTLE PATUXENT PARKWAY
COLUMBIA, MARYLAND 21044
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GEORGE S. LAWLER
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210 West Pennsylvania Avenue

TOWSON, MARYLAND 21204-4515 410.832.2000 FAX 410.832.2015 www.wiplaw.com 1025 CONNECTICUT AVENUE, NW WASHINGTON, D.C. 20036-5405 TELEPHONE 202.659.6800 FAX 202.331.0573

1317 KING STREET ALEXANDRIA, VIRGINIA 22314-2928 TELEPHONE 703.836.5742 FAX 703.836.0265

July 18, 2000

Via Federal Express Florida Division of Corporations

Post Office Box 6327 Tallahassee, Florida 32314 200003328542--8 -07/19/00--01107--005 ****125.00 ****125.00

Re: CDcoupon, LLC - Articles of Organization

Dear Sir or Madam:

Enclosed please find for filing Articles of Organization for the above referenced company, along with a check in the amount of \$125.00, payable to the Florida Department of State, to remit payment of the applicable filing fees.

Please date stamp the extra copies of the Articles of Organization which are enclosed and return them to George S. Lawler, Esquire, Whiteford, Taylor & Preston L.L.P., Suite 400, 210 W. Pennsylvania Avenue, Towson, Maryland 21204-4515, in the self addressed stamped envelope provided for your convenience.

If you have any questions, please contact me at (410) 832-2040. Thank you for your assistance.

Sincerely yours

George S. Lawler

ynta

7/24

GSL:wtp

Enclosure

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

CDcoupon, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

3333 W. Commercial Blvd., Suite 201, Fort Lauderdale, Florida 33309

ARTICLE III - Registered Agent, Registered Office and Registered Signature:

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

Anthony R. Morgenthau 3333 W. Commercial Blvd., Suite 201 Fort Lauderdale, Florida 33309

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 provided for in Chapter 608, F.S.

ARTICLE IV - Management (check box if applicable):

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

Signature of member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Anthony R. Morgenthau
Typed or printed name of signee

FILING FEES: \$100.00 - Articles of Organization; \$25.00 - Designation of Registered Agent; \$30.00 - Certified Copy (Optional); \$5.00 - Certificate of Status (Optional).