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LIMITED LIABILITY COMPANY

35 Media Publications, LLC

 Certificate of Status
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 Certified Copy
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 Page Count
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 Estimated Charge
 \$155.00

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Corporate Filing

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ARTICLES OF ORGANIZATION

OF

35 MEDIA PUBLICATIONS, LLC

These Articles of Organization of 35 Media Publications, LLC (the "Company"), have been duly executed and are being filed by the undersigned member to form a Florida limited liability company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608) as follows:

ARTICLE I NAME

The name of the limited liability company formed hereby is 35 Media Publications, LLC.

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the Company is 118 Madison Avenue, 8th Floor, New York, New York 10016.

ARTICLE III REGISTERED AGENT AND REGISTERED OFFICE

The name and the Florida street address of the registered agent and registered office of the Company is Peninsula Registered Agents, Inc., 200 S. Biscayne Boulevard, 43rd Floor, Miami, Florida 33131.

ARTICLE IV MANAGEMENT

The Company is to be managed by one or more managers, as set forth in its Operating Agreement, and is therefore a manager-managed company.

IN WITNESS WHEREOF, the undersigned executed these Articles of Organization on July 19, 2001.

By: You Tal

Signature of a member or an authorized representative of a member ${\bf r}$

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

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OF THE FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED AGENT AND REGISTERED OFFICE IN THE STATE OF FLORIDA.

- The name of the limited liability company is 35 Media Publications, LLC. 1.
- The name and Florida street address of the registered agent and office are: 2.

Peninsula Registered Agents, Inc. 200 S. Biscayne Boulevard 43rd 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 as provided in Chapter 608, F.S.

PENINSULA REGISTERED AGENTS, INC.

Debra Palmisano, Vice President

Date: July 19, 2001