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**LO10000012804**

**THE ARIEL BUSINESS GROUP, INC.**  
**Business & Management Consultants**

May 17, 2001

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

000004484900--8  
-07/18/01--01078--011  
\*\*\*\*250.00 \*\*\*\*125.00

**RE: HD Media Group, LC**

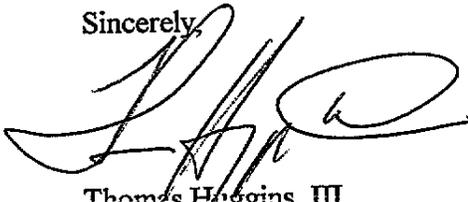
W01-16684

Dear Sir/Madam:

Enclosed please find Articles of Organization for the above referenced client. Also, you will find a check in the amount of \$250.00, which will cover the processing fee copy of the Articles of Organization.

If you should have any questions, please do not hesitate to call our office.

Sincerely,



Thomas Huggins, III  
Senior Consultant

Enclosures

THIII/jb

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 19, 2001

THE ARIEL BUSINESS GROUP, INC.  
4601 W. KENNEDY BLVD., STE 124  
TAMPA, FL 33609

SUBJECT: HD MEDIA GROUP, LC  
Ref. Number: W01000016684

We have received your document for HD MEDIA GROUP, LC and your check(s) totaling \$250.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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) 245-6097.

Michael Mays  
Document Specialist

Letter Number: 601A00042387

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION  
FOR  
HD MEDIA GROUP, LC**

**ARTICLES I – Name:**

The name of the Limited Liability Company is: **HD Media Group, LC**

**ARTICLE II – Address:**

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

**4601 W. Kennedy Blvd, Suite 124  
Tampa, FL 33609**

**ARTICLE III – Duration:**

The period of duration for the Limited Liability Company shall be: **Perpetual or unless otherwise dissolved by members or managers.**

**ARTICLE IV – Management:**

**(Check the appropriate box and complete the statement)**

- The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(s) of such manager(s) who is/are to serve as manager(s) is/are:
- The Limited Liability Company is to be managed by the members and the name(s) and address (es) of the managing members(s) is/are:

**Thomas Huggins, III  
4516 Tarpon Dr.  
Tampa, FL 33617**

**Derrick Deverger  
2620 Iman Drive  
Raleigh, NC 27615**

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TALLAHASSEE, FLORIDA**

**ARTICLE V – Admission of Additional Members:**

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: **out lined in operating agreement**

**ARTICLE VI– Indemnification:**

The Company shall have the power to indemnify its members, managers, employees and agents to the fullest extent set forth in the operating agreement. No amendment hereof or to the Operating Agreement limiting the right to indemnification shall affect the entitlement of any person to indemnification whose claim thereto results from conduct occurring prior to the date of the amendment.

**ARTICLE VII – Limitation of Liability  
of Members and Managers**

No member or manager of the Company shall be personally liable for monetary damages for breach of any duty provided for in Florida Statues.

Should, after the effective date of this Article VII, the legislature amends the Florida Limited Liability Company Law to authorize the Company's action further eliminating or limiting the personal liability of members or managers, then the liability of the members or managers of the Company shall be eliminated or limited to the fullest extent permitted by the Florida Limited Liability Company Law, as amended.

Any repeal or modification of this Article VII by the members of the Company shall not adversely affect any right of protection of a member or a manager of the Company under this Article VII with respect to any act of omission occurring prior to the time of any repeal or modification.

**ARTICLE VIII – Members Rights to Continue Business:**

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which the continued membership of a member in the limited liability company shall be:

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TALLAHASSEE, FLORIDA

**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: HD Media Group, LC

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

Thomas Huggins, III  
NAME

4601 W. Kennedy Blvd. Ste# 124  
Florida Street Address (P.O.BOX NOT ACCEPTABLE)

Tampa, FL 33609  
City, State, And 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.

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TALLAHASSEE FLORIDA