

L01000015378

Florida Department of State
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EXAMINER

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EXAMINER

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AMENDED AND RESTATED
ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY

Popstar! Publishing, LLC (the "Company") filed its original Articles of Organization with the Florida Department of State on September 7, 2001 and were previously amended on October 21, 2008 (the "Original Articles") and was assigned document number L01000015378. These Amended and Restated Articles of Organization were duly executed and are being filed in accordance with Section 608.411 *Florida Statutes*.

ARTICLE I
Name

The name of this Limited Liability Company is: Popstar! Publishing, LLC

ARTICLE II
Address

The mailing address and the street address of the principal office of this Limited Liability Company is: 6052 Turkey Lake Road, Ste 201, Orlando, FL 32819.

ARTICLE III
Management

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

ARTICLE IV
Board of Managers

This Limited Liability Company shall have one (1) manager. The number of managers may be either increased or decreased from time to time in accordance with the Operating Agreement of this Limited Liability Company, but shall never be less than one.

The name and address of the initial manager of this Limited Liability Company is as follows:

Name

Street Address

Leisure Publishing Holdings, LLC 6052 Turkey Lake Rd, Ste 201, Orlando, FL 32819

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ARTICLE V**Registered Agent, Registered Office & Registered Agent's Signature**

The name and the Florida street address of the Registered Agent of this Limited Liability Company is: Michael E. Neukamm, 301 E. Pine Street, Ste 1400, Orlando, FL 32802

Having been appointed as registered agent to accept service of process for this limited liability company at the place so designated in these Amended and Restated Articles of Organization, I hereby accept this appointment and agree to serve this Limited Liability Company in this capacity. I am familiar with and accept the obligations of my position as the registered agent for this Limited Liability Company, as provided for in Chapter 608, Florida Statutes.


REGISTERED AGENT'S SIGNATURE

In accordance with Section 608.408(3), *Florida Statutes*, the execution of these Amended and Restated Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


SIGNATURE OF A MEMBER OR AUTHORIZED REPRESENTATIVE OF A MEMBER

Thomas Avallone

Typed or printed name