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TEL:305-374-7593

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Division of Corporations

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Account Name : BILZIN, SUMBERG DUNN BAENA PRICE & AXELROD LLP.
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

AL

The AdPros Advantage, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Organization
of
The AdPros Advantage, LLC,
a Florida limited liability company**

1. The name of the limited liability company is The AdPros Advantage, LLC.
2. The mailing address and the street address of the principal office of the limited liability company is:

1810 NE 153rd Street
North Miami Beach, Florida 33162

3. The name and street address of the initial registered agent of the limited liability company are:

Marshall R. Pasternack, P.A.
200 South Biscayne Boulevard
Suite 2500
Miami, Florida 33131

Dated: as of February 12, 2003.

By: /s/ Marshall R. Pasternack
Marshall R. Pasternack, as Authorized
Representative

**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

The undersigned, as President and on behalf of Marshall R. Pasternack, P.A., a Florida professional service corporation (the "Corporation"), which has been designated as registered agent for The AdPros Advantage, LLC, a Florida limited liability company, in the foregoing Articles of Organization, hereby agrees that the Corporation will accept service of process for and on behalf of The AdPros Advantage, LLC, and that the Corporation will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited liability company.

Dated: as of February 12, 2003.

Marshall R. Pasternack, P.A., a
Florida professional service
corporation, as Registered Agent

By: /s/ Marshall R. Pasternack
Marshall R. Pasternack, President