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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : A 1 A CORPORATE SERVICES, INC.
Account Number : I20010000247
Phone : (305) 674-3313
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

NEXT LEVEL THE MAGAZINE, LLC

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**ARTICLES OF ORGANIZATION FOR A FLORIDA LIMITED
LIABILITY COMPANY**

In compliance with Chapter 608, F.S.

ARTICLE I: NAME

The name of the Limited Liability Company is:

NEXT LEVEL THE MAGAZINE, LLC

ARTICLE II: Address

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

6110 Lynnwood Avenue

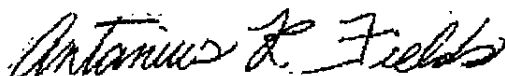
Jacksonville, Florida 32210

**ARTICLE III: REGISTERED AGENT, REGISTERED OFFICE & REGISTERED
AGENT SIGNATURE**

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

Antanius R. Fields
6110 Lynnwood Avenue
Jacksonville, Florida 32210

Having been named as registered agent 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 for in Chapter 608, F.S.



Antanius R. Fields /Registered Agent's Signature

ARTICLE IV: MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a Manager Managed Company.

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PAGE 2 **NEXT LEVEL THE MAGAZINE, LLC**

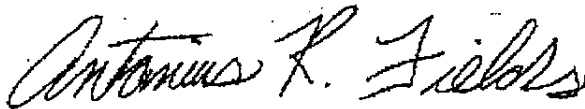
ARTICLE VI: MANAGERS (optional)

MANAGER:

Antanius R. Fields
6229 Cavalier Road
Jacksonville, Florida 32208

MANAGER:

Walter L. Sneed
13260 Eucalyptus Drive
Jacksonville , Florida 32225



Signature of a 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.)

Antanius R. Fields

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