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Division of Corporations

CT CORPORATION

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

AD DIRECTIONS LLC

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ARTICLES OF ORGANIZATION OF AD DIRECTIONS LLC**ARTICLE I****Name**

The name of the Limited Liability Company (the "Company") is:

AD DIRECTIONS LLC

ARTICLE II**Address**

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

6405 N.W. 36th Street, Suite 100
Miami, Florida 33166

ARTICLE III**Registered Agent, Registered Office, and Registered Agent's Signature**

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

CT Corporation System
1200 South Pine Island Road
Plantation, Florida, 33324

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, 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.

Date: April 29, 2004

By: Barbara Alberke

BARBARA A. BURKE
SPECIAL ASSISTANT SECRETARY

By: Barbara Alonso

Barbara Alonso, Duly Authorized Representative of Aqui
Media Group LLC, the Sole Member of Ad Directions LLC