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To:

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

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

LIMITED LIABILITY COMPANY**SPOTLIGHT DATING, LLC**

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 30, 2004

FAS-T CORP. AGENTS, INC.

SUBJECT: SPOTLIGHT DATING, LLC
REF: W04000036167

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SPOTLIGHT DATING, LLC

2004 OCT -1 P 12:54

(NAME OF ORGANIZATION IN FULL)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF ORGANIZATION, EACH A NATURAL PERSON COMPETENT, HEREBY ASSOCIATE THEMSELVES TOGETHER TO FORM A LIMITED LIABILITY COMPANY UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I

THE NAME OF THE ORGANIZATION IS:

NAME OF ORGANIZATION

SPOTLIGHT DATING, LLC

ARTICLE II

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THIS ORGANIZATION IS AS FOLLOWS: TO CONDUCT BUSINESS IN, HAVE ONE OR MORE OFFICES IN, AND BUY, HOLD, SELL, CONVEY, LEASE OR OTHERWISE DISPOSE OF PERSONAL AND REAL PROPERTY, INCLUDING FRANCHISES, TRADEMARKS, PATENTS, COPYRIGHTS, LICENSES, IN THE STATE OF FLORIDA AND OTHER STATES AND COUNTRIES.

PREPARED BY: OTHEL TURNER & COMPANY, ACCOUNTANTS.
5787 WEST SUNRISE BLVD.
PLANTATION, FL 33313
(954) 583-2205

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ARTICLE III

THE INITIAL POST OFFICE ADDRESS OF THIS ORGANIZATION IS
1801 S FEDERAL HWY, SUITE 300
DELRAY BEACH, FL 33483

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PAIM BEACH COUNTY OF FLORIDA. THE MEMBERS, FROM TIME TO TIME, MAY
MOVE THE PRINCIPLE OFFICE TO ANY OTHER ADDRESS IN FLORIDA.

ARTICLE IV

CERTIFICATE DESIGNATING PLACE OF DOMICILE OR BUSINESS OF SERVICE OF
PROCESS IN THE STATE OF FLORIDA AND DESIGNATION OF RESIDENT AGENT
FOR SERVICE OF PROCESS.

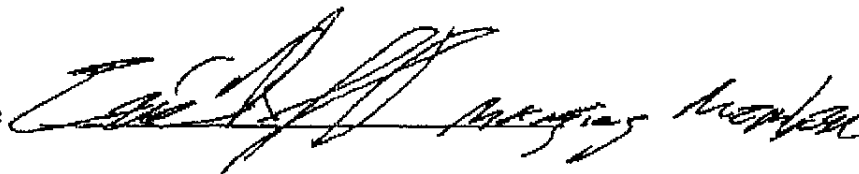
IN PURSUANCE OF F.S. 48.091, THE FOLLOWING IS SUBMITTED IN
COMPLIANCE WITH SAID ACT:

THAT DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA
WITH THE FOLLOWING PERSON DESIGNATED AS AGENT TO ACCEPT SERVICE OF
PROCESS. ERIC BACHKOFF'S ADDRESS: 1801 S FEDERAL HWY. SUITE 300,
DELRAY BEACH, FL 33483

ACKNOWLEDGMENT

HAVING BEEN NAMED BY THE ABOVE CORPORATION TO ACCEPT SERVICE OF
PROCESS DESIGNATED IN THE ABOVE CERTIFICATE, I HEREBY AGREE TO ACT
IN SAID CAPACITY AND TO COMPLY WITH THE PROVISIONS OF KEEPING SAID
OFFICE OPEN.

BY:



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ARTICLE V

2004 OCT-1 P 12:54

THE NAMES AND POST OFFICE ADDRESSES OF THE MANAGER OF ORGANIZATION


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ERIC BACHROFF

1801 S FEDERAL HWY. SUITE 300

DELRAY BEACH, FL 33483

MANAGER'S SIGNATURES


ERIC BACHROFF

STATE OF FLORIDA)
COUNTY OF BROWARD) SS

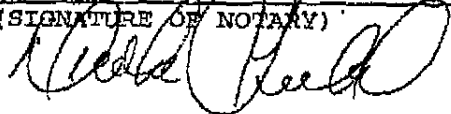
BEFORE ME, THE UNDERSIGNED AUTHORITY, DULY AUTHORIZED TO TAKE OATHS AND RECEIVE ACKNOWLEDGMENTS, PERSONALLY APPEARED ERIC BACHROFF APPEARED BEFORE ME THE PERSON(S) DESCRIBED AS SUBSCRIBER(S) IN THE WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION.

WITNESS MY HAND AND SEAL THIS 30 DAY OF September, 2004



NICOLE C. SEELAL
MY COMMISSION # 00 223749
EXPIRES: June 23, 2007
Bonded Two Hundred Twenty Dollars

(SIGNATURE OF NOTARY)



NOTARY PUBLIC, STATE OF FLORIDA

(SEAL)