2008 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L05000069954

Entity Name: BOUTIQUE MEDIA, LLC

Jul 23, 2008 Secretary of State

Current Principal Place of Business: New Principal Place of Business:

10900 N. KENDALL DRIVE #100 10900 SW 88 STREET MIAMI, FL 33176

SUITE #100 MIAMI, FL 33176

Current Mailing Address: New Mailing Address:

10900 N. KENDALL DRIVE #100 10900 SW 88 STREET

MIAMI, FL 33176 SUITE #100 MIAMI, FL 33176

FEI Number: 04-3829544 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

In accordance with s. 607.193(2)(b), F.S., the limited liability company did not receive the prior notice.

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

BURNS, RICHARD ESQ BURNS, RICHARD ESQ 10900 N. KENDALL DRIVE #100 10900 SW 88 STREET MIAMI, FL 33176 SUITE #100

MIAMI, FL 33176 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: RICHARD BURNS, ESQ 07/23/2008

> Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS: ADDITIONS/CHANGES:

MGR () Delete Title: (X) Change () Addition

BURNS, MICHAEL BURNS, MICHAEL Name: Name:

Address: 10900 N. KENDALL DRIVE #100 Address: 10900 SW 88 STREET, SUITE #100

City-St-Zip: MIAMI, FL 33176 City-St-Zip: MIAMI, FL 33176

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE: MICHAEL BURNS 07/23/2008