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CORPDIRECT AGENTS, INC. (formerly CCRS) 515 EAST PARK AVENUE TALLAHASSEE, FL 32301 222-1173	
FILING COVER SHEET ACCT. #FCA-14 CONTACT: ED DATE: 08/03/05 REF. #: 0150.40937	
CONTACT: ED	
DATE: 08/03/05	
REF. #: 0150.40937	
CORP. NAME: <u>NEXT LEVEL MEDIA, LLC</u>	
() ARTICLES OF INCORPORATION () ARTICLES OF AMENDMENT () ARTICLES OF DISSOLUTION	
() ANNUAL REPORT () TRADEMARK/SERVICE MARK () FICTITIOUS NAME	
() FOREIGN QUALIFICATION () LIMITED PARTNERSHIP (X) LIMITED LIABILITY	
() REINSTATEMENT () MERGER () WITHDRAWAL	
() CERTIFICATE OF CANCELLATION	
()OTHER:	
STATE FEES PREPAID WITH CHECK# 513646 FOR \$ 155.00	
AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:	
COST LIMIT: \$	
PLEASE RETURN:	
(X) CERTIFIED COPY () CERTIFICATE OF GOOD STANDING () PLAIN STAMPED	COPY
() CERTIFICATE OF STATUS	

Examiner's Initials

ARTICLES OF ORGANIZATION

OF

NEXT LEVEL MEDIA, LLC

ARTICLE I - Name

The name of the Limited Liability Company is NEXT LEVEL MEDIA, LLC (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is 1521 Alton Road, #816, Miami Beach, Florida 33139.

ARTICLE III - Registered Agent and Office

The street address of the Company's initial registered office is 515 E. Park Avenue, Tallahassee, FL 32301, and the name of its initial registered agent at such office is CorpDirect Agents, Inc.

Nora Hernandez, Authorized Signor

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, 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 of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Florida Statutes Chapter 608. Dated this

CORPDIRECT AGENTS, INC.

Registered Agent