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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
07 FEB 12 PM 4:42

LOSTUTTER LAW FIRM, P.L.

Gerald W. Lostutter, Esq.

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836 Executive La., Ste. 120  
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P. O. Box 27  
Sharpes, FL 32959

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February 9, 2006

Registration Section  
Division of Corporations  
Clifton Building  
2661 W. Executive Center Circle  
Tallahassee, FL 32301-5020

Re: Registration of Carole Nelson Media, L.L.C.

Dear Registration Specialist:

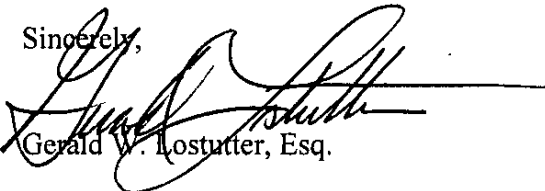
I have enclosed the Articles of Organization for the above-referenced entity. I have enclosed a \$125.00 check (no. 2621) as pre-payment of filing fees for the Articles of Organization and Designation of Registered Agent.

You may direct any inquiries to Attorney Gerald Lostutter at 1-321-574-5225. Your correspondence and documentation should be addressed to:

Gerald Lostutter, Esq.  
Lostutter Law Firm, P.L.  
P. O. Box 27  
Sharpes, FL 32959

Thank you for your assistance.

Sincerely,



Gerald W. Lostutter, Esq.

Enclosures: as stated.

Cc: Client.

ARTICLES OF ORGANIZATION FOR  
FLORIDA LIMITED LIABILITY COMPANY

**ARTICLE I - Name:**

The name of the Limited Liability Company is: **Carole Nelson Media, L.L.C.**

This Limited Liability Company is formed to conduct any lawful activity.

**ARTICLE II - Address:**

**Effective Date** 2/09/07

The Limited Liability Company's principal office has a street address and mailing address of:

**Principal Office Address**

Carole Nelson Media, L.L.C.  
4700 Babcock St., Ste. 19-1002  
Melbourne, FL 32905

**Mailing Address**

Carole Nelson Media, L.L.C.  
4700 Babcock St., Ste. 19-1002  
Melbourne, FL 32905

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

The Limited Liability Company's Registered Agent's name and address are:

**Carole Nelson**

Carole Nelson Media, L.L.C.  
4700 Babcock St., Ste. 19-1002  
Melbourne, FL 32905

Having been named as registered agent and 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 Florida Statutes Ch. 608.

Carole Nelson  
Carole Nelson

2/9/07  
Date

**ARTICLE IV - Manager(s) or Managing Member(s):**

The name and address of each Manager or Managing Member are:

| <u>Title</u> | <u>Name and Address</u>  |
|--------------|--|
| MGRM         | Carole Nelson<br>4700 Babcock St., Ste. 19-1002<br>Melbourne, FL 32905 |

**ARTICLE V - Members' Interests and Distribution of Profits:**

This Limited Liability Company will prepare and execute an Operating Agreement. Prior to the effective date of the Operating Agreement, and unless the Operating Agreement provides otherwise:

- \* All members must consent in writing to any member's request to assign a member's interest. Absent such consent, any assignee is without a right of membership, without a right of voting, and without a right to participate in management of the Limited Liability Company.
- \* Distribution of profits, if any, with absolute discretion, will be authorized by a simple majority of a vote of members who have a voting interest in the Limited Liability Company.

**ARTICLE VI - Effective date:**

This Limited Liability Company's date of existence is effective on February 9, 2007, or, if this date is not within five days prior to the date of filing of the Articles of Organization, then the effective date begins at the date and time when the articles of organization are filed, as evidenced by the Department of State's date and time endorsement on the original document. Pursuant to Florida Statutes §608.408(3), the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Carole Nelson  
Carole Nelson

02/9/07  
Date