

**Electronic Articles of Organization
For
Florida Limited Liability Company**

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Sec. Of State
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Article I

The name of the Limited Liability Company is:
USPW MEDIA HOLDINGS, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
1230 PEACHTREE STREET, NE
ATLANTA, GA. US 30309

The mailing address of the Limited Liability Company is:
1230 PEACHTREE STREET, NE
ATLANTA, GA. US 30309

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
MICHAEL HEIDT ESQ.
4000 HOLLYWOOD BOULEVARD
SUITE 735 SOUTH
HOLLYWOOD, FL. 33021

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.

Registered Agent Signature: MICHAEL HEIDT, ESQ.

Signature of member or an authorized representative of a member

Signature: BOB ROSATO