

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

L08000058162
FILED 8:00 AM
June 12, 2008
Sec. Of State
jbryan

Article I

The name of the Limited Liability Company is:

ACTUA PARTNERS II, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

400 N NEW YORK AVE.
SUITE 103
WINTER PARK, FL. 32789

The mailing address of the Limited Liability Company is:

400 N NEW YORK AVE.
SUITE 103
WINTER PARK, FL. 32789

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:

CHARLES H OGILVIE JR
400 N NEW YORK AVE
SUITE 103
WINTER PARK, FL. 32789

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: CHARLES H. OGILVIE JR.

Article V

The name and address of managing members/managers are:

Title: MGR
CHARLES H OGILVIE JR
400 N NEW YORK AVE SUITE 103
WINTER PARK, FL. 32789

Title: MGR
JANET ZIOMEK
400 N NEW YORK AVE SUITE 103
WINTER PARK, FL. 32789

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Article VI

The effective date for this Limited Liability Company shall be:

06/12/2008

Signature of member or an authorized representative of a member

Signature: CHARLES H OGILVIE JR