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From:

Account Name : HARRIS, CRAMER LLP  
Account Number : 119990000234  
Phone : (561) 478-7077  
Fax Number : (561) 659-0701

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Options Media Acquisition LLC

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EXAMINER

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SECRETARY OF STATE  
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**ARTICLES OF ORGANIZATION  
OF  
OPTIONS MEDIA ACQUISITION LLC**

The undersigned hereby establishes the following for the purpose of forming a limited liability company under Chapter 608, Florida Statutes, the Florida Limited Liability Company Act:

**ARTICLE I  
NAME**

The name of this limited liability company shall be Options Media Acquisition LLC (the "Company").

**ARTICLE II  
ADDRESS**

The mailing address and the street address of the principal office of the Company Options Media Group Holdings, Inc., 595 S. Federal Highway, Suite 600, Boca Raton 33432.

**ARTICLE III  
MANAGEMENT**

The management of the Company shall be vested in one or more managers. The Company is to be a manager-managed company.

**ARTICLE IV  
INITIAL REGISTERED AGENT**

The initial registered agent of the Company is Michael D. Harris, Esq. The street address of the initial registered agent is c/o Harris Cramer LLP, 1555 Palm Beach Lakes Blvd., Suite 310, West Palm Beach, Florida 33401.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 7 day of August, 2008.

OPTIONS MEDIA GROUP HOLDINGS, INC., Member

By:

  
Scott Frohman, Chief Executive Officer

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**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES,  
THE FOLLOWING IS SUBMITTED:

THAT OPTIONS MEDIA ACQUISITION LLC, DESIRING TO ORGANIZE OR  
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS INITIAL  
REGISTERED OFFICE BEING C/O HARRIS CRAMER LLP, 1555 PALM BEACH LAKES  
BLVD., SUITE 310, WEST PALM BEACH, FLORIDA 33401, HAS NAMED MICHAEL D.  
HARRIS, ESQ., LOCATED AT 1555 PALM BEACH LAKES BLVD., SUITE 310, WEST  
PALM BEACH, FLORIDA 33401, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS  
WITHIN FLORIDA.

OPTIONS MEDIA GROUP HOLDINGS, INC., Member

Dated: August 7, 2008

By: [Signature]  
Scott Frohman, Chief Executive Officer

HAVING BEEN NAMED AS REGISTERED AGENT 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.

Dated: August 7, 2008

[Signature]  
Michael D. Harris  
Registered Agent

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