

MAR. 2. 2009 11:47AM
Division of Corporations

TRENAM KEMKER

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Florida Department of State
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Next Play, LLC

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February 20, 2009

TRENAM, KEMKER, SCHARF, BARKIN, FRYE, ONEILL & MULLIS

SUBJECT: NEXT PLAY, LLC
REF: W09000008184

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

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NO. 0264 P. 3

Regulatory Specialist II

Letter Number: 809A00006074

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**ARTICLES OF ORGANIZATION
OF
NEXT PLAY GROUP, LLC**

The undersigned hereby executes these Articles of Organization ("Articles") for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this limited liability company (the "Company") shall be:

Next Play Group, LLC

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and mailing address of the Company shall be:

333 Las Olas Way, Unit #910
Ft. Lauderdale, Florida 33301

ARTICLE III

Registered Office and Registered Agent

The initial registered office of the Company shall be located at 333 Las Olas Way, Unit #910, Ft. Lauderdale, Florida, 33301, and the initial registered agent of the Company at such office shall be Cindy Robiskie. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE IV

Operating Agreement

The power to adopt the Operating Agreement of the Company, to alter, amend or repeal the Operating Agreement of the Company, or to adopt a new Operating Agreement, shall be vested in the

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TRENAM KEMKER

NO. 0264 P. 5

((H09000038915 3)))

members of the Company. The Operating Agreement of the Company shall be for the government of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles or contrary to the laws of the State of Florida or of the United States.

ARTICLE V

Amendment of Articles of Organization

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned, pursuant to Section 608.407, Florida Statutes, has executed these Articles for the uses and purposes herein stated.

(Cynthia)
Cindy Robiskie
CINDY ROBISKIE

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TALLAHASSEE, FLORIDA

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MAR. 2. 2009 11:48AM

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NO. 0264 P. 6
(((H09000038915 3)))

NEXT PLAY GROUP, LLC

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED this 18 day of February, 2009.

(Signature)
Cindy Robiskie
CINDY ROBISKIE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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