

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

L10000076893
FILED 8:00 AM
July 21, 2010
Sec. Of State
shawkes

Article I

The name of the Limited Liability Company is:

LEAP FROG MEDIA II, LLC

Article II

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

1000 NW 65TH STREET
SUITE #200
FT. LAUDERDALE, FL. US 33309

The mailing address of the Limited Liability Company is:

1000 NW 65TH STREET
SUITE #200
FT. LAUDERDALE, FL. US 33309

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:

PAUL F SCHNEIDER
7860 PETERS ROAD
F-110
PLANTATION, FL. 33324

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: PAUL F. SCHNEIDER

Article V

The name and address of managing members/managers are:

Title: MGMR
MEDIA GROUP AGENCY, LLC
1000 NW 65TH STREET, #200
FT. LAUDERDALE, FL. 33309

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Signature of member or an authorized representative of a member

Signature: PAUL F. SCHNEIDER