

Division of Corporations

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Florida Department of State

Division of Corporations
Electronic Filing Cover Sheet

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To:

Division of Corporations
Fax Number : (850)617-6383

From:

Account Name : GREENSPOON MARDER, P.A.
Account Number : 076064003722
Phone : (888)491-1120
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**FLORIDA LIMITED LIABILITY CO.
Wrap Media Group, LLC**

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EXAMINER

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GREENSPOON MARDER, P.A.

ATTORNEYS AT LAW

From the Desk of:

Gregory J. Blodig, Esquire
Trade Centre South, Suite 700
100 W. Cypress Creek Road
Fort Lauderdale, Florida 33309-2140
Phone: (954) 491-1120
Direct Fax: (954) 343-6962
Email: greg.blodig@gmlaw.com

2011 FEB - 1 AM 9:30
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TALLAHASSEE, FLORIDA

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February 1, 2011

Division of Corporations
State of Florida
Limited Liability Company Section
Attn: Agnes

VIA FAX: 850-617-6383

Re: Wrap Media Group, LLC

Dear Agnes,

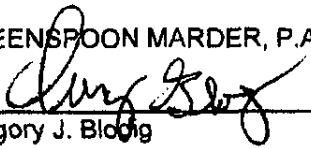
As discussed this afternoon by telephone between you and my assistant, I am sending Articles of Dissolution of a Florida limited liability company to be filed simultaneously with Articles of Organization for a new Florida limited liability company. Please note this limited liability company is utilizing the same name, Wrap Media Group, LLC. The principals of the companies are the same.

Please file the Articles of Dissolution and Articles of Organization for Wrap Media Group, LLC on this date.

Should you have any questions please contact the undersigned.

Very truly yours,

GREENSPOON MARDER, P.A.



Gregory J. Blodig
For the Firm

Enclosures

www.greenspoonmarder.com
888-491-1120

Locations Throughout Florida

Fort Lauderdale

Orlando

Aventura

Boca Raton

West Palm Beach

Stuart

**ARTICLES OF ORGANIZATION
OF
WRAP MEDIA GROUP, LLC**

ARTICLE I - Name:

The name of the Limited Liability Company is Wrap Media Group, LLC.

ARTICLE II - Duration:

The period of duration for the Limited Liability Company shall begin with the filing of these Articles with the Florida Department of State, and shall exist perpetually, unless sooner dissolved in accordance with the Operating Agreement of the Limited Liability Company or Florida law.

ARTICLE III - Address:

The mailing address and street address of the principal office of the Limited Liability Company is Town Center Executive Suites, 5550 Glades Road, Suite 500, Boca Raton, Florida 33431.

ARTICLE IV - Registered Agent:

The name and address of the initial registered agent for this Limited Liability Company is Greenspoon Marder, P.A., 100 W. Cypress Creek Road, Suite 700, Fort Lauderdale, Florida 33309.

ARTICLE V - Management:

The Limited Liability Company is to be managed by a manager or managers and the names and addresses of the initial managers who are to serve as managers are:

Dennis Custage
Town Center Executive Suites
5550 Glades Road, Suite 500
Boca Raton, Florida 33431

Ira Berke
Town Center Executive Suites
5550 Glades Road, Suite 500
Boca Raton, Florida 33431

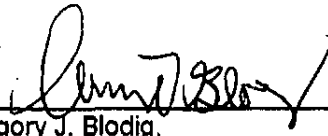
Gordon Deckelbaum
Town Center Executive Suites
5550 Glades Road, Suite 500
Boca Raton, Florida 33431

Stephen Jackman
Town Center Executive Suites
5550 Glades Road, Suite 500
Boca Raton, Florida 33431

Robert Schneider
Town Center Executive Suites
5550 Glades Road, Suite 500
Boca Raton, Florida 33431

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Whereof, the undersigned member has executed these Articles the 1st day of February,
2011.



Gregory J. Blodig,
Authorized Representative of Member

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Wrap Media Group, LLC

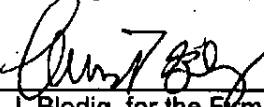
2. The name and address of the registered agent and office is:

Greenspoon Marder, P.A. (the "Firm")
100 W. Cypress Creek Road, Suite 700
Fort Lauderdale, Florida 33309

By: 
Gregory J. Blodig, for the Firm.

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TALLAHASSEE, FLORIDA

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, the Firm hereby accepts the appointment as registered agent and agrees to act in this capacity. The Firm further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the Firm is familiar with and accepts the obligations of its position as registered agent.


Gregory J. Blodig, for the Firm

(Signature)

February 1, 2011
(Date)