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AKERMAN

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Division of Corporations

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FLORIDA LIMITED LIABILITY CO.
MTV 123, LLC

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EXAMINER

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**ARTICLES OF ORGANIZATION
OF
MTV 123, LLC
(a Florida limited liability company)**

**ARTICLE I
NAME**

The name of the limited liability company (the "Company") is: MTV 123, LLC

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Company are: 17071 West Dixie Highway, North Miami Beach, Florida 33160.

**ARTICLE III
DURATION**

The period of duration for the Company shall begin on the date of filing these Articles of Organization with the Florida Secretary of State and shall have a perpetual existence and duration, until terminated in accordance with applicable law.

**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The name and Florida street address of the Company's initial registered agent are: CorpDirect Agents, Inc., 515 East Park Avenue, Tallahassee, Florida 32301.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 6th day of December, 2011.


Name: Mark C. Macken
Authorized Representative

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**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of **MTV 123, LLC**, a Florida limited liability company (the "Company"), in the Company's Articles of Organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's Articles of Organization, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Acceptance this 7th day of December, 2011.

CorpDirect Agents, Inc.

By: Michele Holden
Name: Michele Holden
Title: Assistant Secretary

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