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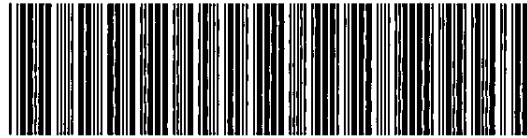
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N. Culligan SEP 24 2012

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Reply to: Palm Beach Gardens

September 18, 2012

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Articles of Organization for Fresh Media Network LLC

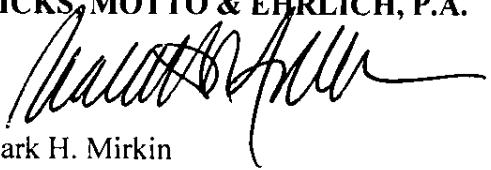
Ladies and Gentlemen:

Enclosed for filing please find an original and a duplicate of Articles of Organization for Fresh Media Network LLC as well as a check payable to the Florida Department of State in the amount of \$125 for the filing fee. Please return a stamped copy of the filed Articles to the undersigned at the Palm Beach Gardens letterhead address for our records.

Thank you.

Very truly yours,

HICKS, MOTTO & EHRLICH, P.A.


Mark H. Mirkin

Kenneth E. Ehrlich + ^
James H. Hicks *
Michael A. Motto °
Phyllis L. Shuster + *
Mark H. Mirkin ++

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BAR

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ILLINOIS BAR

++ ALSO ADMITTED TO
NORTH CAROLINA BAR

ARTICLES OF ORGANIZATION

of

FRESH MEDIA NETWORK LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby forms and establishes a limited liability company pursuant to Chapter 608, Florida Statutes, as follows:

ARTICLE I

The name of this limited liability company is FRESH MEDIA NETWORK LLC (the "Company").

ARTICLE II

The mailing and street address of the principal place of business of the Company are 650 Castle Drive, Palm Beach Gardens, Florida 33410.

ARTICLE III

The name and street address of the initial registered agent of the Company are Paul W. Bartko, 650 Castle Drive, Palm Beach Gardens, Palm Beach County, Florida 33410.

ARTICLE IV

Management of the Company shall be vested in the managers, who shall serve until the first annual meeting of the members or until their successors have been duly elected and qualified to serve as provided in the Operating Agreement of the Company.

ARTICLE V

The Company may engage in any lawful act or activity for which limited liability companies may be organized under the Florida Statutes.

IN WITNESS WHEREOF, the undersigned Member submitting these Articles of Organization affirms that the facts stated herein are true, and acknowledges awareness that false information submitted in a document to the Florida Department of State constitutes a third degree felony as provided for in Sec. 817.155 of the Florida Statutes, and understands the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the limited liability company and every year thereafter in order to maintain active status.

September 18, 2012


Paul W. Bartko, Member


**CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Section 608.415 of the Florida Statutes, the following is submitted:

That FRESH MEDIA NETWORK LLC, a Florida limited liability company with its registered office at 650 Castle Drive, Palm Beach Gardens, Palm Beach County, Florida 33410, has named Paul W. Bartko at the above address as its initial registered agent to accept service of process within this State.

Acknowledgement:

Having been named registered agent to accept service of process for the above-stated limited liability company at the place designated in this Certificate, the undersigned hereby accepts to act in such capacity and agrees to comply with the applicable provisions of law.


Paul W. Bartko

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TALLAHASSEE, FLORIDA