

10-01-12

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AKERMAN SENTERFITT

305-374-5095

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Florida Department of State
Division of Corporations
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Division of Corporations
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From:

Rosa Wong, Paralegal
Account Name : AKERMAN SENTERFITT (MIAMI)
Account Number : 075471001363
Phone : (305) 374-5600
Fax Number : (305) 374-5095

****Enter the email address for this business entity to be used for annual report mailings. Enter only one email address please.**

Email Address: jshusterman@sproutloud.com

**FLORIDA LIMITED LIABILITY CO.
SPROUTLOUD HOLDING CO, LLC**

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**ARTICLES OF ORGANIZATION
OF
SPROUTLOUD HOLDING CO, LLC**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: - Name

The name of the Limited Liability Company is **SPROUTLOUD HOLDING CO, LLC.**

ARTICLE II: - Address

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

**15431 S.W. 14th Street
Sunrise, Florida 33326**

ARTICLE III: - Registered Agent, Registered Office, & Registered Agent's Signature

The name and the Florida street address of the registered agent are:

**Jared Shusterman
400 South Pointe Drive
Unit #1801
Miami Beach, Florida 33139**

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 as provided for in Chapter 608, F.S.


Jared Shusterman, Registered Agent

ARTICLE IV: - Management

The Limited Liability Company is to be managed by one Member or more Members and is, therefore, a member - managed company.

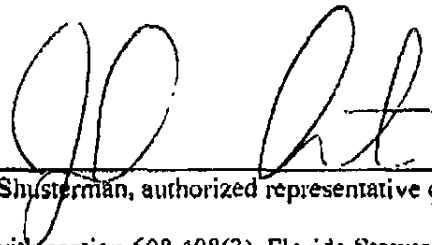
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ARTICLE V: - Manager(s) or Managing Member(s)
The name and address of the Managing Member is as follows:

MGRM

Sproutloud Media Networks, LLC
15431 S.W. 14th Street
Sunrise, Florida 33326



Jared Shusterman, authorized representative of a Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Jared Shusterman

Typed or printed name of signer

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