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February 25, 2015

VIA U.S. MAIL

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

Re: HITCHHIKER MEDIA, LLC

Dear Sir or Madam:

Enclosed please find one original and a copy of the Articles of Organization for Hitchhiker Media, LLC. Also enclosed is a check in the amount of \$125.00 to cover the filing fee as well as the Certificate of Status and the Certified Copy.

Please return a certified copy to me with the stamped in date and your cover letter indicating the document number.

Thank you for your attention to this matter.

Steven D. Kramer

Very truly yours.

Steven D. Kramer ◆ ↑
Robert W. Brannen ◆ \*
Christopher E. Brown
Joanna M. Caccioppoli ●
Keith T. Hill ↑
Michael L. Leetzow ↑ ↑
Laura A. Moffett
Tiffany D. Ruggiero
Raymond A. Traendly
Samuel B. Weissman
Stephanie S. Woods ↑
Richard T. Zimmer, Jr.

- ♦ Of Counsel
- Board Certified In Intellecutal Property Law
- Certificate in Intellecutal Property, University of Florida
- Admitted to Practice in District of Columbia and Florida
- Certificate, Small Business Leadership, Harvard Business School
- Certificate in Estates and Trusts Practice, University of Florida
- オ Admitted to Practice in the State of California Only
- LL.M., Comparative and International Law

Please Reply to: Main Office

onefirmforlife.com

SDK/av Enclosures

## ARTICLES OF ORGANIZATION OF HITCHHIKER MEDIA, LICE MAR -3 PM 12: 17

The undersigned party to this agreement is signing this agreement for the purpose of the CRIDA forming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further declares that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

#### ARTICLE I. NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be Hitchhiker Media, LLC, and its principal office shall be located at 1727 Oak Springs Pl., Lake Mary, FL 32746, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

#### ARTICLE II. PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

- 1. To engage in any activity or business authorized under the Florida Statutes.
- 2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
- 3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
- 4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
- 5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with

or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

- 6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.
- 7. The clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.
- 8. Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

#### ARTICLE III. EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

#### ARTICLE IV. MANAGEMENT

This limited liability company shall be managed by one (1) manager, initially, Geoff Levin, who shall serve until his successors are elected and qualified. Management of this limited liability company is reserved to its members, to be determined by a majority vote of members.

#### ARTICLE V. MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### ARTICLE VI. CAPITAL CONTRIBUTIONS

A capital contribution in the amount of \$1,000.00 cash shall be paid to the limited liability company by the member. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

#### ARTICLE VII. PROFITS AND LOSSES

- (a) **Profit Sharing.** The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal share of the profits.
- (b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal share of the losses.

#### ARTICLE VIII. DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

### ARTICLE IX. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial Registered Agent is Geoff Levin. The address of the initial registered office of the limited liability company is 1727 Oak Springs Pl., Lake Mary, FL 32746.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of Hitchhiker Media, LLC

I, GEOFF LEVIN, acknowledge and agree to be the registered agent for Hitchhiker Media, LLC I hereby am familiar with and accept the duties and responsibilities as registered agent for said limited liability company.

Geoff Levin

Date

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