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To:

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From:

Account Name : PEARLMAN SCHNEIDER LLP  
Account Number : I20030000066  
Phone : (561) 362-9595  
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**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: accsacc@brightmountainmedia.com

FLORIDA LIMITED LIABILITY CO.  
BRIGHT WATCHES, LLC

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Certified Copy	1
Page Count	02 of 3
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Corporate Filing Menu

Help

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December 28, 2015

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

PEARLMAN SCHNEIDER LLP

SUBJECT: BRIGHT WATCHES, LLC  
REF: W15000082278

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Effective January 1, 2014, all limited liability company forms must be submitted in accordance with the Revised Limited Liability Company Act, Chapter 605, Florida Statutes. The proper form is enclosed for your convenience.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Jessica A Fason  
Regulatory Specialist II

FAX Aud. #: B15000302951  
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H15000302951 3

**ARTICLES OF ORGANIZATION  
OF  
BRIGHT WATCHES, LLC**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act, Chapter 605, Florida Statutes.

**ARTICLE I  
NAME**

The name of this limited liability company is Bright Watches, LLC (the "Company").

**ARTICLE II  
ADDRESS**

The Company's mailing address and street address of the principal office of the Company is 6400 Congress Avenue, Suite 2050, Boca Raton, Florida 33487.

**ARTICLE III  
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company is Charles B. Pearlman, Esq., whose address is 2200 Corporate Boulevard, N.W., Suite 210, Boca Raton, Florida 33431.

**ARTICLE IV  
MANAGEMENT**

The Company will be a manager-managed Company. The name and address of each person authorized to manage and control the Limited Liability Company:

**Title:**

"AMBR" – Authorized Member  
"MGR" – Manager

**Name and Address:**

MGR

W. Kip Speyer  
6400 Congress Avenue, Suite 2050  
Boca Raton, Florida 33487

H15000302951 3

H15000302951 3

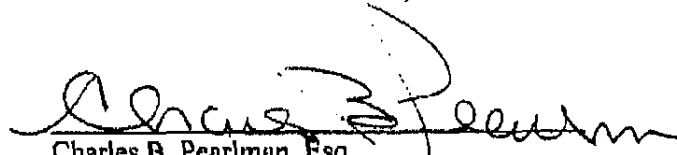
**ARTICLE V  
MEMBERS RIGHTS TO CONTINUE BUSINESS**

If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may continue the business of the Company in the manner provided in the Operating Agreement of the Company.

The undersigned executed these Articles of Organization on this 23rd day of December 2015.

Authorized Representative of the Members:

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

  
Charles B. Pearlman, Esq.

H15000302951 3

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.


1. The name of the limited liability company is

Bright Watches, LLC

2. The name and the Florida address of the registered agent are:

Charles B. Pearlman, Esq.  
2200 Corporate Boulevard, N.W., Suite 210  
Boca Raton, Florida 33431

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.

By:   
Charles B. Pearlman, Esq.