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SECRETARIA DE STATE TALLAHASSEE, FLORIDA

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ACCOUNT NO. : 072100000032

REFERENCE: 913419, 5010717

AUTHORIZATION :

COST LIMIT : \$ 285.00

ORDER DATE : April 10, 1996

ORDER TIME : 10:52 AM

ORDER NO. : 913419

CUSTOMER NO: 5010717

CUSTOMER: Max Stolzberg, Esq

MEZAN STOLZBERG & SCHWARTZMAN

460 Park Ave

New York, NY 10022

DOMESTIC FILING

NAME:

INTEGRATED MEDIA MANAGEMENT,

L.C.

EFFECTIVE DATE:

XXX ARTICLES OF ORGANIZATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XXX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

RECENTED 96 NPR 11 PSIZ: 05 JIVISIGH OF CULPCRANO

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ARTICLES OF ORGANIZATION

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Of

SEGRITAR DESTATE INTEGRATED HEDIA MANAGEMENT, L.C. TALLAHASSLE, FLORIDA

ARTICLE I - Name:

The name of the Limited Liability Company is: INTEGRATED MEDIA MANAGEMENT, L.C.

ARTICLE II - Address:

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

7110 Beech Ridge Tallahassee, FL 32312

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be: until December 31, 2020

ARTICLE IV - Management: (check and complete the appropriate statement)

The Limited Liability Company is to be managed by a manager
 or managers and the name(s) and address(es) of such
manager(s) who is/are to serve as manager(s) is/are:

The Limited Liability Company is to be managed by the members and the names(s) and addresses of the managing member(s) is/are:

Gerald Mortimer 7110 Beech Ridge Tallahassee, FL 32312 KLAS, L.L.C. 330 Dalziel Road Linden, NJ 07036

The undersigned affirm under penalties of perjury that the facts stated herein are true.

Dotod: April 4, 1996

KLAS, L.L.C. 330 Dalziel Road Linden, NJ 07036 By:

Charles Klein, Manager

Gerald Mortimer 7110 Beech Ridge Tallahassee, FL 32312

GI \WPDOCS\INT-MEDI. FMS

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

96 AFR 11 PY 3:14 SECKE ALLAHASSEE MAILE

The undersigned member or authorized representative of a member of INTEGRATED MEDIA MANAGEMENT, L.C. deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is

\$ 5,000.00

if any, the agreed value of property other than cash contributed by member(s) is A description of the property is attached and made a part hereto.

\$__N/A

4) the amount of cash or property anticipated to be contributed by member(s) is

\$ N/A

5) the total amount of 2, 3 and 4 is

\$ 5,000.00

The undersigned affirm under penalties of perjury that the facts stated herein are true.

Dalod: April 4, 1996 KLAS, L.L.C. 330 Dalziel Road Linden, NJ 07036

By:

Charles Klein, Manager

April 4, 1996

Gerald Mortimer 7110 Beech Ridge

Tallahassee, FL 32312

CERTIFICATE OF DEBIGNATION OF

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REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- The name of the limited liability company is: INTEGRATED 1. MEDIA MANAGEMENT, L.C.
- 2. The name and address of the registered agent and office is:

Gerald Mortimer (Name)

7110 BEECH RIDGE (P.O. Box or Mail Drop Box NOT acceptable)

> Tallahassee, FL 32312 (City/State/Zip)

Having been named as registered agent and to accept services 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.

(Signature)