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November 19, 1998

VIA UPS

Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

100002693191-14  
-11/23/98-01011-010  
\*\*\*285.00 \*\*\*285.00

RE: College Fantasy Sports, L.L.C.

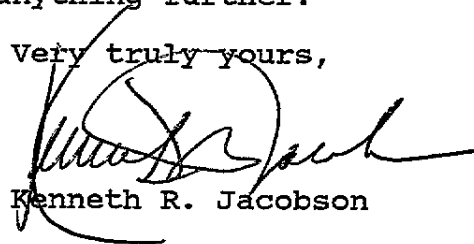
Gentlemen:

Enclosed please find Articles of Organization of College Fantasy Sports, L.L.C., in duplicate, along with a Certificate of Designation of Registered Agent/Registered Office, also in duplicate, for filing in your Office. Our check for \$285 in payment of the applicable filing fees is also enclosed.

Please forward the letter of acknowledgment with respect to this filing directly to the undersigned as soon as possible.

Thank you for your cooperation. Please give me a call (collect) should you require anything further.

Very truly yours,

  
Kenneth R. Jacobson

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TALLAHASSEE, FLORIDA

Name	12/2/98
Availability	dec
Document Examiner	sv encl. DCC
Updater	
Updater Verifyer	
Acknowledgement	DCC
W. P. Verifyer	DCC

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**ARTICLES OF ORGANIZATION  
OF  
COLLEGE FANTASY SPORTS, L.L.C.**

Pursuant to Section 608.407, Florida Statutes, the undersigned hereby submits these Articles of Organization for the purpose of forming a limited liability company.

**ARTICLE I - Name:**

The name of the Limited Liability Company is COLLEGE FANTASY SPORTS, L.L.C.

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Limited Liability Company is 12689 N.W. 11th Court, Sunrise, Broward County, Florida 33323.

**ARTICLE III - Duration:**

The period of duration for the Limited Liability Company shall be up to and including December 31, 2023.

**ARTICLE IV - Management:**

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Matthew T. Raydo  
4900 N. Ocean Blvd.  
Apt. 1508  
Ft. Lauderdale, FL 33308

Michael Culbertson  
287 S. Limestone St., #3  
Lexington, KY 40508

Brian M. Granek  
12689 N.W. 11th Ct.  
Sunrise, FL 33323

Joseph S. Byers  
1603 Nicholasville Rd., #2  
Lexington, KY 40503

Matthew G. Kovarik  
245 E. 44th Street  
Apt. 11-B  
New York, NY 10017

**ARTICLE V - Admission of Additional Members:**

The right of the members to admit additional members and the terms and conditions of the admission shall be (1) the written consent of 2/3 of the members, (2) the execution of such documentation as the Limited Liability Company may reasonably require and (3) the

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payment of such reasonable expenses as the Limited Liability Company may incur in connection with the new member admission.

ARTICLE VI - Members Rights to Continue Business:

The right of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be conditioned upon the written consent of 2/3 of the remaining members within ninety (90) days of the occurrence of such event.

ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member of College Fantasy Sports, L.L.C. certifies:

- 1) The above named Limited Liability Company has at least two members;
- 2) the total amount of cash contributed by the members is \$16,500.00;
- 3) no property other than cash is to be contributed by members; and
- 4) the total amount of cash contributed and anticipated to be contributed by the members is \$16,500.00.

  
Signature of Member

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

Matthew T. Raydo  
Typed Name of Signee

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, 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: College Fantasy Sports, L.L.C.

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

Brian Granek

NAME

12689 N.W. 11th Court

Florida street address (P. O. Box **NOT** ACCEPTABLE)

Sunrise, FL 33323

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*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.*

Brian M. Granek

SIGNATURE

**Filing Fee: \$ 35 for Designation of Registered Agent**