

ATLANTA CHICAGO NEW YORK PHOENIX

ALLEN D. ALTMAN
SAMUEL R. ARDEN
SAMUEL R. ARDEN
SAMUEL R. ARDEN
SAMUEL R. ARDEN
MITCHELL S. BLOCK
THEODORE I. BLUM
BARBARA BOTEINH
CHARLES A. BRAKE, JR.
EDMUND B. BURKE
GIL Y. BURSTINER
CHRISTEN C. CAREY
KRISTEN A. CARPENTER
J. SCOTT CARR
ROBERT A. CHUBB
JEREMY D. COHEN
GRAIGE P. COLBURN, JR.
CLINTON TAW COLE
C. CELEST CRESWELL
KAREN M. EDWARDS
ILENE H. FRENCH
JOSEPH J. FUCILE
JEANINE L. GIBBS
SUSAN M. GORDON
ANDREW H. SERNOH
JOSEPH J. FUCILE
JEANINE L. GIBBS
SUSAN M. GORDON
ANDREW H. ARTMAN
V. OMARLES CKOK
D. JEANINE L. GIBBS
GRAIGE H. KRITZER
DANIEL A. KENT
LORI E. KILBERG
GRAIG H. KRITZER
DAVID B. KURZWEIL
MARK J. LEVICK
JOHN H. EWIS
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DETH M. MAYPIELD
EPHRAIM L. MICHAEL
JENNIER FOLEY MULCRONE
JOSEPH W. OZMER II
JACK D. PAPPLIARD
JACK D. PAPPLARDO
DAVID B. KURZWEIL
MARK J. LEVICK
JOHN H. ERWIS
JACK M. PAPPLARDO
DAVID B. KURZWEIL
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JOHN H. FOLEY
MILCRONE
JOSEPH W. OZMER II
JACK D. PAPPLARDO
DAVID R. PRININI
ANDREA L. PHILLIPS
FREDERIC H. PILCH III
STEPHANIE D. RATCLIFFE
STEPHEN K. ROBINSON
CONSTANCE E. RODTS
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ROBERT P. ROWE
RICHARD P. ROWE
RICHARD P. ROWE
RICHARD P. ROWE
RICHARD P. SIMONS
GARY L. SIMPSON
DUANE D. SITAR
FRANK SLOVER
PHRAIM SPIELMAN
JOHN E. TAYLOR
DOSPH D. SITAR
FRANK SLOVER
PHRAIM SPIELMAN
JOHN E. TAYLOR
DOSPH M. WALSH
JOSEPH M. THOMPSON
KEYNIM W. WALSH
JOSEPH M. JENNICS
CHARLES
LENGEN M. WHITE
JERMY E. WHITE
LETTEN M. WILLSH
JOSEPH M. JENNICS
CONSTANCES
CONTANDED
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** Admitted CA Bar Only * Admitted IL Bar Only + Admitted NY Bar Only ++ Admitted AZ Bar

RETIREMENT PLAN ADMINISTRATION

CYNTHIA A. GROSZKIEWICZ ACTUARY Florida Department of State Registration Section Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

500003457146--7 -11/08/00--01043--006 ****155.00 ****155.00

Re: Qualification of Pangea Media, LLC

Dear Madam or Sir:

Enclosed for filing with the Department of State are the following documents in connection with the qualification of Pangea Media, LLC in the State of Florida:

- 1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
- 2. Certificate of Designation of Registered Agent/Registered Office;
- 3. Certificate of Existence from the State of Georgia; and
- 4. A check in the amount of \$155 payable to the Florida Department of State, representing \$100 filing fee, \$25 designation of registered agent fee and \$30 for a certified copy.

Please file the Application and return a certified copy to the undersigned as soon as possible at the address listed below.

Thank you for your assistance in this matter. Please call me at (770) 226-1359 if you have any questions.

Very truly yours,

Pattie M. Rimas Legal Assistant

cc: Ms. Karina Boulle

Up

Altman, Kritzer & Levick, P.C.

6400 Powers Ferry Road, N.W. • Sulte 224 • Atlanta, Georgia 30339 • (770) 955-3555 Direct Dial: (770) 226-1359 Direct FAX: (770) 858-1099 E-MAIL Address: primas@akl.com

441533-1 8907.0001000

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

November 1, 2000 (Date of Organization) (Steet address of principal office) (Steet address of principa		(Name of foreign	lm	ned liability company)	
November 1, 2000 November 1, 2000 Date of Organization) Date first transacted business in Florida. (See sections 608.501, 608 502, and 817 155, F.S.) 362 Gulf Breeze Parkway, Suite 118 Gulf Breeze, Florida 32561 (Street address of principal office) If limited liability company is a manager-managed company, check here The usual business addresses of the managing members or managers are as follows: Karina Marie Boulle, 362 Gulf Breeze Parkway, Suite 118, Gulf Breeze, Florida 32561 Amached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of jurisdiction under the law of which is organized. (A phonocryp is not acceptable. If the certificate is in a furige language, a relation of the certificate under cash of the translator must be submitted) Nature of business or purposes to be conducted or promoted in Florida: Advertusing Signature of a member or an authorized representative of a member. (In accordance with section 608, 408(3), F.S., the execution of this accuration as a sufficience of partury that the facts stated herein are rue.) Karina Marie Boulle, Member	ieorgia		3.	Applied For	
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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:	
P	ANGEA MEDIA, LLC	
2.	The name and the Florida street address of the registered agent and office are:	
	Karina Marie Boulle	
	(Name)	
	362 Gulf Breeze Parkway, Suite 118	
	Florida street address (P.O. Box NOT ACCEPTABLE)	
	Gulf Breeze FL 32561	
	City/State/Zip	

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..

S 100.00 Filing Fee for Application S 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

Secretary of State

Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 003060658

CONTROL NUMBER : 0048226

DATE INC/AUTH/FILED: 11/01/2000

JURISDICTION : GEORGIA

PRINT DATE : 11/01/2000

FORM NUMBER : 211

ALTMAN, KRITZER & LEVICK, P.C. PATTIE RIMAS 6400 POWERS FERRY RD., NW STE. 224 ATLANTA, GA 30339



CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

PANGEA MEDIA, LLC A GEORGIA LIMITED LIABILITY COMPANY

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the abovenamed entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

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Cathy Cox Secretary of State