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W02-33055

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MURRAY B. SILVERSTEIN, P.A.

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BOARD CERTIFIED CIVIL TRIAL LAWYER
BOARD CERTIFIED BUSINESS LITIGATION
CERTIFIED STATE & FEDERAL MEDIATOR

www.silversteinlawfirm.com

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TELEPHONE 727/822-7750
FACSIMILE 727/822-1855

November 18, 2002

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

RE: Application by Foreign Limited Liability Company for Authorization to
Transact Business in Florida

To whom it may concern:

Enclosed please find six original Applications by Foreign Limited Liability
Company for Authorization to Transact Business in Florida, Certificate of Designation
of Registered Agent/Registered Office, State of Delaware Certificate of Formation,
along with the requisite \$130 filing fee, for the following limited liability companies:

1. DreamGirls Members, LLC;
2. Adrenaline MotorSports, LLC;
3. Advantage Media International, LLC;
4. Advantage Media Group, LLC;
5. WorldWide Content Providers, LLC; and,
6. MotorSports Marketing, LLC.

Please file same, and return the Certificates of Status to my attention.

After your review, should you have any questions or require any further
documentation, please feel free to contact me.

Very truly yours,

LAW OFFICES OF
MURRAY B. SILVERSTEIN, P.A.


Murray B. Silverstein
murray@silversteinlawfirm.com

MBS/msg/encl.

megan@silversteinlawfirm.com

cc: William and Phoebe Ezell



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

November 20, 2002

FILED
03 JAN 31 PM 12:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MURRAY B. SILVERSTEIN, P.A.
BANK OF AMERICA TOWER
ONE PROGRESS PLAZA, SUITE 2200
ST. PETERSBURG, FL 33701-4323

SUBJECT: ADVANTAGE MEDIA INTERNATIONAL, LLC
Ref. Number: W02000033055

We have received your document for ADVANTAGE MEDIA INTERNATIONAL, LLC and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 902A00062717

LAW AND MEDIATION OFFICES
MURRAY B. SILVERSTEIN, P.A.

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BOARD CERTIFIED CIVIL TRIAL LAWYER
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CERTIFIED STATE & FEDERAL MEDIATOR

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STATE
TELEPHONE 727/822-7750
FACSIMILE 727/822-1855 FLORIDA

January 22, 2003

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

RE: Application by Foreign Limited Liability Company for Authorization to
Transact Business in Florida

To whom it may concern:

Pursuant to your letters of November 20, 2002 (additional copies enclosed), enclosed please find six original certificates of good standing from the Delaware Secretary of State's Office for the following limited liability companies:

1. DreamGirls Members, LLC;
2. Adrenaline MotorSports, LLC;
3. Advantage Media International, LLC;
4. Advantage Media Group, LLC;
5. WorldWide Content Providers, LLC; and,
6. MotorSports Marketing, LLC.

Please file same, and return the Certificates of Status to my attention.

After your review, should you have any questions or require any further documentation, please feel free to contact me.

Very truly yours,

LAW AND MEDIATION OFFICES
MURRAY B. SILVERSTEIN, P.A.



Murray B. Silverstein
murray@silversteinlawfirm.com

MBS/msg/encl.
megan@silversteinlawfirm.com
cc: William and Phoebe Ezell

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

03 JAN 31 PH 12: 12

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

REGISTRY OF THE STATE
TALLAHASSEE, FLORIDA

1. Advantage Media International, LLC
(Name of foreign limited liability company)

2. Delaware (Jurisdiction under the law of which foreign limited liability company is organized)
3. 32-0032966 (FEI number, if applicable)

4. August 20, 2002 (Date of Organization)
5. Perpetual (Duration: Year limited liability company will cease to exist or "perpetual")

6. September 1, 2002
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 808 West Waters Ave
Tampa, FL 33604
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:

William A. Ezell


808 West Waters Ave

Tamap, FL 33604

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: _____

Marketing



Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

William A. Ezell

Typed or printed name of signee

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

FILED
03 JAN 31 PM 12:12
TALLAHASSEE, FLORIDA

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:

Advantage Media International, LLC

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

Murray B. Silverstein

(Name)

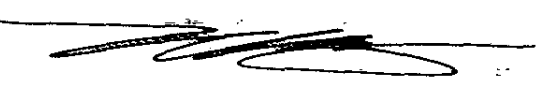
One Progress Plaza, Suite 2200

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

St. Petersburg, FL 33701-4323

(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.



(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

Delaware

PAGE 1

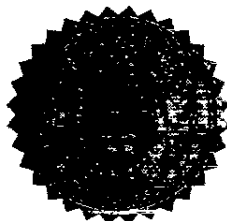
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SECRETARY OF STATE
DOVER, DELAWARE

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ADVANTAGE MEDIA INTERNATIONAL, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF JANUARY, A.D. 2003.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3560532 8300

020800665

AUTHENTICATION: 2206436

DATE: 01-15-03