2008 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# M05000000502

Entity Name: ARENA MEDIA NETWORKS LLC

FILED Aug 18, 2008 Secretary of State

Current Principal Place of Business:	New Principal Place of Business

404 PARK AVENUE SOUTH 44 EAST 30TH STREET NEW YORK, NY 10016 9TH FLOOR

NEW YORK, NY 10016

Current Mailing Address: New Mailing Address:

404 PARK AVENUE SOUTH

NEW YORK, NY 10016

44 EAST 30TH STREET

9TH FLOOR

NEW YORK, NY 10016

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FEI Number: 51-0501076 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

NRAI SERVICES, INC. 2731 EXECUTIVE PARK DRIVE SUITE 4 WESTON, FL 33331 US

MANAGING MEMBERS/MANAGERS:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE:

Electronic Signature of Registered Agent Date

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ADDITIONS/CHANGES:

Title: MGR () Delete Title: MGR (X) Change () Addition Name: WILLIAMS, ARTHUR Name: WILLIAMS, ARTHUR

Address: 404 PARK AVENUE SOUTH Address: 44 EAST 30TH STREET City-St-Zip: NEW YORK, NY 10016 City-St-Zip: NEW YORK, NY 10016

Title: MGR () Delete Title: MGR (X) Change () Addition Name: KIERNAN, THOMAS Name: KIERNAN, THOMAS

Address: 404 PARK AVENUE SOUTH Address: 44 EAST 30TH STREET
City-St-Zip: NEW YORK, NY 10016 City-St-Zip: NEW YORK, NY 10016

Title: MGR () Delete Title: MGR (X) Change () Addition

 Name:
 ROBERTS, DAVID
 Name:
 ROBERTS, DAVID

 Address:
 404 PARK AVENUE SOUTH
 Address:
 44 EAST 30TH STREET

 City-St-Zip:
 NEW YORK, NY 10016
 City-St-Zip:
 NEW YORK, NY 10016

Title: MGR () Delete Title: MGR (X) Change () Addition

 Name:
 RETTERATH, WILLIAM R
 Name:
 MCDADE, JAMES F

 Address:
 331 32ND AVENUE
 44 EAST 30TH STREET

 City-St-Zip:
 BROOKINGS, SD 57006
 City-St-Zip:
 NEW YORK, NY 10016

Title: MGR (X) Delete Title: () Change () Addition

 Name:
 MORGAN, JAMES
 Name:

 Address:
 331 32ND AVENUE
 Address:

 City-St-Zip:
 BROOKINGS, SD 57006
 City-St-Zip:

Title: MGR (X) Delete Title: () Change () Addition

 Name:
 SIMET, KIRK
 Name:

 Address:
 331 32ND AVENUE
 Address:

 City-St-Zip:
 BROOKINGS, SD 57006
 City-St-Zip:

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE: JAMES MCDADE MGR 08/18/2008