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SECRETARY OF STATE TALL AHASSEE, FLDRIDA

E3: NA ES NAU 3005

CORPDÍRECT AGENTS, INC. (formerly CCRS) 515 EAST PARK AVENUE TALLAHASSEE, FL 32301 222-1173

FILING COVER SHEET ACCT. #FCA-14

Examiner's Initials

CONTACT:	TRACY SPE	<u>CAR</u>	
DATE:	01/23/06		
REF.#:	000173.47123	<u>3</u>	商量工
CORP. NAME:	SMART CIT	TY TELEVISION LLC	THE THE PARTY OF T
() ANNUAL REPORT	CATION	() ARTICLES OF AMENDMENT () TRADEMARK/SERVICE MARK () LIMITED PARTNERSHIP () MERGER	() FICTITIOUS NAME
		TH CHECK# <u>515822</u> CCOUNT IF TO BE DEBITE COST LIE	D:
PLEASE RETURE (XX) CERTIFIED CO	OPY	() CERTIFICATE OF GOOD STAN	DING () PLAIN STAMPED COP ^v

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

N COMPLIANCE WITH SECTION 608.503, FLORIDA STATUT! IMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE	
Smart City Television LLC	
(Name of Foreign Limited I	Jability Company)
, Delaware	
(Jurisdiction under the law of which foreign limited liability company is organized)	(FEI number, if applicable)
	perpetual
(Date of Organization)	(Duration: Year limited liability company will cease to exist or "perpetual")
(Date first transacted business in Flo (See sections 608.501 & 608.502 F.S.	orida, if prior to registration.)
3100 Bonnet Creek Road, Lake Buena Vista, FL 32830	
(Street Address	of Principal Office)
,	
If limited liability company is a manager-managed	company, check here
The name and usual business addresses of the mana	aging members or managers are as follows:
Smart City Finance LLC 28 West Grand Avenue, M	Iontyale N I 07643
Office Only 1 marios 220 20 Frost Oracle Atomos, is	onevaic, no orono
	**** ********************************
). Attached is an original certificate of existence, no more than 90 d	
e jurisdiction under the law of which it is organized. (A photocopy	
nslation of the certificate under ceth of the translator must be subm	inflect)
. Nature of business or purposes to be conducted or	promoted in Florida: Telecommunications or any
other lawful business for which the company is organize	d
Mern	Pardner
Signature of a member or an aut	thorized 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 perju	ing that the facts stated homein are true \
M1 1 M 1 A 11 1 1 M	ny man pie mous stated nerom are mue.
Cheryl Gardner, Authorized Person	•

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.

The name of the Limited Liability Company is:	
Smart City Television LLC	
The name and the Florida street address of the registered agent and office are:	
NRAI Services, Inc.	
(Name)	
2731 Executive Park Drive, Suite 4	
Florida Street Address (P.O. Box NOT ACCEPTABLE)	
Weston FL 33331 City/State/Zip	
Old This Ellip	

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, Florida Statutes.

NRAI Services, Inc., A

Bv.

(Signature)

Paul J. Hagan, Assistant Secretary

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

PAGE 1

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SMART CITY TELEVISION 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 TWENTIETH DAY OF JANUARY, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SMART CITY TELEVISION LLC" WAS FORMED ON THE SIXTH DAY OF DECEMBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



4072024 8300

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Warriet Smith Hindson
Harriet Smith Windson, Secretary of State

AUTHENTICATION: 4464512

DATE: 01-20-06