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Foreign Limited Liability Company
YP Texas Region Yellow Pages LLC

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$125.00

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TALLAHASSEE, FLORIDA

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J. SAULSBERRY
EXAMINER

MAR 4 2013

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

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

1. YP Texas Region Yellow Pages, LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Delaware

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 43-1304980

(FEI number, if applicable)

4. May 4, 2012

(Date of Organization)

5. Perpetual

(Duration: Year limited liability company will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 2247 Northlake Parkway

Tucker, GA 30084

(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:

See Attached List

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: _____

Advertising Publishing

Gail E. Murray

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. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Gail E. Murray

Typed or printed name of signee

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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:

YP Texas Region Yellow Pages, LLC

If unavailable, the alternate to be used in the state of Florida is:

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

CT Corporation System

(Name)

1200 South Pine Island Rd.

Florida Street Address (P.O. Box NOT ACCEPTABLE)

Plantation

FL

33324

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, Florida Statutes.

By: Michael Seraphin Michael Seraphin Asst. Secretary
(Signature)

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

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TALLAHASSEE, FLORIDA

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ENTITY	GOVERNING PERSON(S)	OFFICERS	ADDRESS
YP Texas Region Yellow Pages LLC	YP Subsidiary Holdings LLC	David Krantz - CEO	2247 Northlake Parkway Tucker, GA 30084
		Paul Mill - COO	2247 Northlake Parkway Tucker, GA 30084
		Mark Ploof - CRO	2247 Northlake Parkway Tucker, GA 30084
		Alan Richards - CHRO	2247 Northlake Parkway Tucker, GA 30084
		Mark Smith - CFO	2247 Northlake Parkway Tucker, GA 30084
		George Hanna - CLO	2247 Northlake Parkway Tucker, GA 30084

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "YP TEXAS REGION YELLOW PAGES LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR REVOKED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

CERTIFICATE OF CONVERSION, FILED THE FOURTH DAY OF MAY, A.D. 2012, AT 10:16 O'CLOCK A.M.

CERTIFICATE OF INCORPORATION, FILED THE FOURTH DAY OF MAY, A.D. 2012, AT 10:16 O'CLOCK A.M.

CERTIFICATE OF CONVERSION, CHANGING ITS NAME FROM "SOUTHWESTERN BELL YELLOW PAGES, INC." TO "YP TEXAS REGION YELLOW PAGES LLC", FILED THE FOURTH DAY OF MAY, A.D. 2012, AT 4:55 O'CLOCK P.M.

CERTIFICATE OF FORMATION, FILED THE FOURTH DAY OF MAY, A.D. 2012, AT 4:55 O'CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE FOURTH DAY OF MAY, A.D. 2012, AT 4:56 O'CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE FOURTH DAY OF MAY, A.D.



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You may verify this certificate online
at corp.delaware.gov/authver.shtml

Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0242686

DATE: 02-26-13

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