M17000005554

200275224302

07/21/15--01018--009 **30.00

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _______ Certificates of Status _______

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUL 22 2015
J SHIVERS

DESIMONE PEARSON, LC
Attorneys at Law

David J. DeSimone
djd@dpkclaw.com

4324 Belleview, Suite 100
Kansas City, Missouri 64111
816.753.2823 • Fax 816.753.2924

July 14, 2015

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Global Agora, LLC

Dear Sir or Madam:

Enclosed please find an Application to File Amendment to Certificate of Authority of Global Agora, LLC, which is being filed with your office to reflect the company's new name (Union Square Media Group, LLC) and its new state of domicile (Delaware). Also enclosed are certified copies of the Delaware Certificate of Conversion and Certificate of Formation dated June 1, 2015, and a $30.00 check for the filing fee. Please let me know if you need any additional information from our office. Thank you.

Very truly yours,

DeSIMONE PEARSON, LC

By: David J. DeSimone

Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Global Agora, LLC
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

David J. DeSimone
Name of Person

DeSimone Pearson, LC
Firm/Company

4324 Belleview Ave., Suite 100
Address

Kansas City/MO 64111
City/State and Zip Code

djd@dpkclaw.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

David DeSimone at (816) 753-2823
Name of Person — Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

- ☐ $25 Filing Fee
- ☒ $30 Filing Fee & Certificate of Status
- ☐ $55 Filing Fee & Certified Copy
- ☐ $60 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN FLORIDA

SECTION I (1-4 must be completed)

1. Name of limited liability Company as it appears on the records of the Florida Department of State: Global Agora, LLC

2. The Florida document number of this limited liability company is: M13000005554

3. Jurisdiction of its organization: California

4. Date authorized to do business in Florida: 09/04/2013

SECTION II (5-9 complete only the applicable changes)

5. New name of the limited liability company: Union Square Media Group, LLC
(must contain "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 contain "Limited Liability Company," "L.L.C." or "LLC.")

6. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: _______________________________

New Registered Office Address: _______________________________
Enter Florida Street Address

_______________________________, Florida _______________
City Zip Code

FILED
15 JUL 21 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

New Registered Agent's Signature, if changing Registered Agent:
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 relative 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 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

____
If Changing Registered Agent, Signature of New Registered Agent

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:
Delaware

8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(e), indicate that change:

____

Title/ Capacity	Name	Address	Type of Action
______	______________	______________	☐ Add
		______________	☐ Remove
______	______________	______________	☐ Add
		______________	☐ Remove
______	______________	______________	☐ Add
		______________	☐ Remove
______	______________	______________	☐ Add
		______________	☐ Remove
______	______________	______________	☐ Add
		______________	☐ Remove

9. Attached is a certificate, if required: no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

Joshua Keller
Joshua Keller (Jul 14, 2015)

Signature of the authorized representative

Joshua Keller

Typed or printed name of signee

Filing Fee: $25.00

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A CALIFORNIA LIMITED LIABILITY COMPANY UNDER THE NAME OF "GLOBAL AGORA, LLC" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "GLOBAL AGORA, LLC" TO "UNION SQUARE MEDIA GROUP, LLC", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF MAY, A.D. 2015, AT 7:01 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE FIRST DAY OF JUNE, A.D. 2015, AT 12:01 O'CLOCK A.M.

FILED
15 JUL 21 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5755889 8100V

150815251

Jeffrey W. Bullock, Secretary of State

AUTHENTICATION: 2425366

DATE: 06-01-15

State of Delaware
Secretary of State
Division of Corporations
Delivered 07:10 PM 05/28/2015
FILED 07:01 PM 05/28/2015
SRV 150815251 - 5755889 FILE

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A NON-DELAWARE LIMITED LIABILITY COMPANY TO A DELAWARE LIMITED LIABILITY COMPANY PURSUANT TO SECTION 18-214 OF THE LIMITED LIABILITY ACT

1.) The jurisdiction where the Non-Delaware Limited Liability Company first formed is California.

2.) The jurisdiction immediately prior to filing this Certificate is California.

3.) The date the Non-Delaware Limited Liability Company first formed is January 20, 2009.

4.) The name of the Non-Delaware Limited Liability Company immediately prior to filing this Certificate is Global Agora, LLC.

5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is Union Square Media Group, LLC.

6.) This Certificate and the Certificate of Formation shall be effective on June 1, 2015 at 12:01 a.m.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 27th day of May, A.D. 2015.

By: [signature]
Authorized Person

Name: Eric Fangmann
Print or Type

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "UNION SQUARE MEDIA GROUP, LLC" FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF MAY, A.D. 2015, AT 7:01 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE FIRST DAY OF JUNE, A.D. 2015, AT 12:01 O'CLOCK A.M.

5755889 8100V

150815251

Jeffrey W. Bullock, Secretary of State

AUTHENTICATION: 2425366

DATE: 06-01-15

State of Delaware
Secretary of State
Division of Corporations
Delivered 07:10 PM 05/28/2015
FILED 07:01 PM 05/28/2015
SRV 150815251 - 5755889 FILE

STATE *of* DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE *of* FORMATION

- **First:** The name of the limited liability company is Union Square Media Group, LLC

- **Second:** The address of its registered office in the State of Delaware is 1209 Orange Street in the City of Wilmington Zip Code 19801.

  The name of its Registered agent at such address is The Corporation Trust Company.

- **Third:** (Insert any other matters the members determine to include herein.)

  This Certificate shall be effective, and the limited liability company shall be formed, on June 1, 2015 at 12:01 a.m.

In Witness Whereof, the undersigned have executed this Certificate of Formation this 27th day of May, 2015.

By: ______________
Authorized Person(s)

Name: Eric Fangmann
Typed or Printed