

Document Number Only

M97000000381

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

000002228090  
-07/01/97--01087--001  
\*\*\*\*285.00 \*\*\*\*285.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN 27 PM 1:20

Martha Stewart Living Omnimedia Inc

Profit

NonProfit

Limited Liability Company

Foreign

Amendment

Dissolution/Withdrawal

Merger

Mark

Limited Partnership

Reinstatement

Limited Liability Partnership

Certified Copy

Annual Report

Reservation

Photo Copies

Other

Change of R.A.

Fictitious Name

CUS

Call When Ready

Walk In

Mail Out

Call if Problem

Will Wait

After 4:30

Pick Up

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CR2E031 (1-89)

PLEASE RETURN EXTRA COPY(S)  
FILE STAMPED

6/27/97

J. IAA \_\_\_\_\_  
 FILING 250.00  
 R. AGENT FEE 85.00  
 C. COPY \_\_\_\_\_  
 TOTAL 285.00  
 V. BANK \_\_\_\_\_  
 BALANCE DUE \_\_\_\_\_  
 FEELING \_\_\_\_\_

97 JUN 27 AM 11:50  
DIVISION OF CORPORATIONS

B/C

6/27/97



**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN 27 PM 1:20

The undersigned member or authorized representative of a member of MARTHA STEWART

LIVING OMNIMEDIA LLC deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 21,667.
- 3) if any, the agreed value of property other than cash contributed by member(s) is  
\$ 935,000. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is  
\$ 956,667. This total includes amounts from 2 and 3 above.



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

**Filing Fee: \$52.50 for Affidavit**



Supplement to Affidavit of Membership and Contributions of Foreign  
Limited Liability Company

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
97 JUN 27 PM 1:20

#3) Agreed value of property other than cash contributed by members is \$935,000.00.

*This value is representative of a) certain assets and liabilities of Martha Stewart relating to the business of Martha Stewart Living Omnimedia LLC and b) certain assets and liabilities of Time Publishing Ventures, Inc. relating to the magazine *Martha Stewart Living* and related businesses previously owned by Time Publishing Ventures, Inc.*

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN 27 PM 1:20

1. The name of the limited liability company is: Martha Stewart Living Omnimedia  
LLC

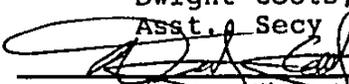
2. The name and address of the registered agent and office is:

C T CORPORATION SYSTEM  
(Name)  
c/o C T CORPORATION, 1200 South Pine Island Road,  
(P.O. Box not acceptable)  
Plantation, Florida 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.*

C T CORPORATION SYSTEM

Dwight Coats,  
Asst. Secy

  
\_\_\_\_\_  
(Signature)

June 26, 1997

\_\_\_\_\_  
(Date)

**FILING FEE: \$ 35 for Designation of Registered Agent**

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MARTHA STEWART LIVING OMNIMEDIA 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 TWELFTH DAY OF JUNE, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN 27 PM 1:21



*Edward J. Freel*

Edward J. Freel, Secretary of State

2621158 8300

971192234

AUTHENTICATION:

8507727

DATE:

06-12-97