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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

OPERATING AGREEMENT
OF
SOCIAL ROOSTER, INC., a Florida corporation

Dated as of May 19, 2009

**OPERATING AGREEMENT
OF SOCIAL ROOSTER, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
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Article 1
Name/Registered Office

The name of this corporation shall be Social Rooster, Inc., a Florida corporation.

Article 2
Address

The mailing address of the corporation's initial principal office is 118 W. Adams Street, Ste. 600, Jacksonville, FL 32202.

Article 3
Purpose

The purpose of Social Rooster, Inc., a Florida corporation is to build a media company focused on the internet, predominately, a social media platform.

Article 4
Shares

The number of common shares of all of the same class which the corporation shall have the authority to issue is 1,000.

Article 5
Directors/Officers

The name and address of each incorporator is:

Name

Address

Steven J. Umberger 118 W. Adams Street, Jacksonville, FL 32202

Article 6
Registered Agent

The name and address of the Registered Agent is:

Steven J. Umberger
Signature of Registered Agent

Steven J. Umberger
118 W. Adams Street, Ste.600
Jacksonville, FL 32202

Article 7
Incorporator

The name and address of the Incorporator is:

Steven J. Umberger
Signature of Incorporator

Steven J. Umberger
118 W. Adams Street, Ste 600
Jacksonville, FL 32202

Article 8
Funds

The original investment funds have been designated non-marital assets pursuant to Distribution Order entered by Judge Mathis on May 13, 2009 in Duval County Case Number 16-2008-DR-5909-FM.

I certify that I have read the above statements. I am authorized to sign these Articles of Incorporation, and that the above statements are true and correct to the best of my knowledge and belief.

Signed this 28 day of May, 2009.

Steven J. Umberger
Name of Incorporator

Steven J. Umberger
Signature of Incorporator

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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