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FLORIDA PROFIT/NON PROFIT CORPORATION

Berkley Media Group, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	03
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**ARTICLES OF INCORPORATION
OF
BERKLEY MEDIA GROUP, INC.**

The undersigned, for the purposes of forming a Corporation for Profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is **Berkley Media Group, Inc.** and its physical and mailing address is 2626 E. Oakland Park Blvd., Fort Lauderdale, Florida 33306.

ARTICLE II - DURATION

This Corporation shall have perpetual existence unless dissolved pursuant to law.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States or the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock which this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock, par value \$1.00 per share.

ARTICLE V - REGISTERED OFFICE

The Registered Agent and registered office of the Corporation shall be:

Greenspoon Marder LLP (the "Firm")
200 E. Broward Boulevard, Suite 1800
Fort Lauderdale, Florida 33301

ARTICLE VI - INITIAL DIRECTORS

This Corporation shall have two (2) Director(s) initially. The number of Directors of this Corporation may be either increased or diminished from time to time pursuant to the Bylaws, but shall never be less than one (1).

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<u>Name</u>	<u>Address</u>
Larry Hierholzer	2626 E. Oakland Park Blvd. Fort Lauderdale, Florida 33306
Marc J. Landau	2626 E. Oakland Park Blvd. Fort Lauderdale, Florida 33306

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Ellen Gilmore, Esq.
Greenspoon Marder LLP
200 East Broward Blvd., Suite 1800
Fort Lauderdale, Florida 33301


ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

In witness whereof, the undersigned Incorporator has executed these Articles of Incorporation on this 28 day of August, 2018.


Ellen Gilmore, Esq.
Incorporator

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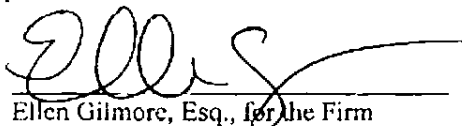
CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE
OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

That Berkley Media Group, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 2626 E. Oakland Park Blvd., Fort Lauderdale, Florida 33306, has named Greenspoon Marder LLP as Registered Agent, who may be served at the registered office located at Greenspoon Marder LLP, 200 E. Broward Boulevard, Suite 1800, City of Fort Lauderdale, County of Broward, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT (MUST BE SIGNED BY DESIGNATED AGENT):

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate, the Firm hereby accepts to act in this capacity and agrees to comply with the provisions of said Act relative to keeping open said office.


Ellen Gilmore, Esq., for the Firm

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