

Filing Fee: \$150.00

ID Number: _____



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2616

LIMITED LIABILITY COMPANY

APPLICATION FOR REGISTRATION

Pursuant to the provisions of Section 7-16-49 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign limited liability company hereby applies for a Certificate of Registration to transact business in the state of Rhode Island, and for that purpose submits the following statement:

1. The name of the limited liability company is:

WKG 3 Plus, LLC

2. The name, if different, under which it proposes to register and transact business in Rhode Island is:

3. The limited liability company is organized under the laws of New York

4. The date of its organization is 10/11/2001

5. The period of duration of the limited liability company is (if perpetual, so state) 55 years Perpetual

6. The address of the limited liability company's resident agent in Rhode Island is:

155 South Main Street, Suite 301 Providence RI 02903
(Street Address, not P.O. Box) (City/Town) (Zip Code)

and the name of the resident agent at such address is C T Corporation System (Name of Agent)

7. The secretary of state is appointed the agent of the foreign limited liability company for service of process if at any time there is no resident agent or if the resident agent cannot be found or served following the exercise of reasonable diligence.

8. The address of any office required to be maintained in the state or other jurisdiction under the laws of which the limited liability company is organized is:

1700 Broadway, 34th Floor, New York, NY 10019

9. The mailing address for the limited liability company is:

1700 Broadway, 34th Floor, New York, NY 10019

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10. Management of the Limited Liability Company:

A. The limited liability company is to be managed by its members. *(If you have checked this box, go to item no. 11.)*

or

B. The limited liability company is to be managed by one (1) or more managers. *(If the limited liability company has managers at the time of the filing of these Articles of Organization, state the name and address of each manager.)*

<u>Manager</u>	<u>Address</u>
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

11. This application is accompanied by a certificate of good standing duly authenticated by the secretary of state or other authorized officer of the jurisdiction under which the foreign limited liability company was organized.

Under penalty of perjury, I declare and affirm that I have examined this Application for Registration, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 8/27/10

WKG 3 Plus, LLC
Print Exact Name of Limited Liability Company Making Application

By Campbell J. Gerrish
Signature of authorized person
Campbell Gerrish

1. Full Name: Michael Liebeskind
Member/Manager: Member
Business Address: 1700 Broadway 34th Floor
City: New York
State: NY
ZIP Code: 10019
2. Full Name: Brent Kinetz
Member/Manager: Member
Business Address: 1700 Broadway 34th Floor
City: New York
State: NY
ZIP Code: 10019
3. Full Name: Matt Phillips
Member/Manager: Member
Business Address: 1700 Broadway 34th Floor
City: New York
State: NY
ZIP Code: 10019
4. Full Name: Eric Naison-Phillips
Member/Manager: Member
Business Address: 1700 Broadway 34th Floor
City: New York
State: NY
ZIP Code: 10019

State of New York
Department of State } **ss:**

I hereby certify, that WKG 3 PLUS, LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 10/11/2001, and that the Limited Liability Company is existing so far as shown by the records of the Department.

*WITNESS my hand and the official seal
of the Department of State at the City of
Albany, this 20th day of August two
thousand and ten.*

A handwritten signature in black ink, appearing to read "Neil A. ...". The signature is stylized and cursive.

First Deputy Secretary of State

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State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

