

State of New Hampshire

Filing fee: \$50.00
Fee for Form SRA: \$50.00
Total fees \$100.00

Form LLC-1
RSA 304-C:12

Use black print or type.
Form must be single-sided, on 8 1/2" x 11" paper;
double sided copies will not be accepted.

CERTIFICATE OF FORMATION NEW HAMPSHIRE LIMITED LIABILITY COMPANY

THE UNDERSIGNED, UNDER THE NEW HAMPSHIRE LIMITED LIABILITY COMPANY LAWS
SUBMITS THE FOLLOWING CERTIFICATE OF FORMATION:

FIRST: The name of the limited liability company is WhalesongG2L LLC

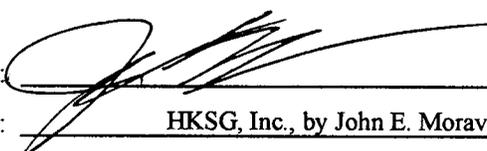
SECOND: The nature of the primary business or purposes are Investments in cash
and securities and all other lawful acts

THIRD: The name of the limited liability company's registered agent is Ronald J. Goglia
and the **street address**, town/city (including zip code and post office box, if any) of its registered office is
(agent's business address) 25 Woodvue Road, Windham, New Hampshire, 03087

FOURTH: The latest date on which the limited liability company is to dissolve is None

FIFTH: The management of the limited liability company is vested in a manager or managers.

SIXTH: The sale or offer for sale of any ownership interests in this business will comply with the
requirements of the New Hampshire Uniform Securities Act (RSA 421-B).

*Signature: 
Print or type name: HKSG, Inc., by John E. Moravec
Title: Manager
(Enter "manager" or "member")
Date signed: 12/23/2009

*Must be signed by a **manager**; if no manager, must be signed by a **member**.

DISCLAIMER: All documents filed with
available for public inspection in either text

State of New Hampshire
Form LLC 1 - Certificate of Formation 3 Page(s)

Mail fees, DATED AND SIGNED ORIG
of State, 107 North Main Street, Concord



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LAW OFFICES OF PAUL N. BELL

Paul N. Bell, Esq.
Direct: (617) 487-4866
Email: pbell@pnblegal.com

Via: Federal Express

December 21, 2009

William M. Gardner, Secretary of State
Corporate Divisions
Department of State
107 N Main St.
Concord, NH 03301-4989

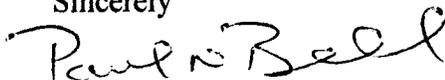
Re: Certificate of Formation of WhalesongGKids LLC, Whalesong G2I LLC,
WhalesongG2L LLC and WhalesongG3 LLC

Dear Sir:

On behalf of WhalesongG2I LLC, WhalesongG2L LLC, WhalesongG3 LLC and WhalesongGKids LLC, this letter will serve as consent and authorization to allow each of said companies to be organized and do business as a limited liability company in the State of New Hampshire notwithstanding their similar names.

If you have any questions, please do not hesitate to contact me.

Sincerely



Paul N. Bell

**Form SRA – Addendum to Business Organization and Registration Forms
Statement of Compliance with New Hampshire Securities Laws**

Part I – Business Identification and Contact Information

Business Name: WhalesongG2L LLC

Business Address (include city, state, zip): 100 Pond Street, Unit 52, Cohasset, MA 02025

Telephone Number: (617) 487-4866 E-mail: pbell@pnblegal.com

Contact Person: Paul N. Bell, Esq.

Contact Person Address (if different): 1212, Boylston Street, Third Floor, Chestnut Hill, MA 02467

Part II – Check ONE of the following items in Part II. If more than one item is checked, the form will be rejected.
[PLEASE NOTE: Most small businesses registering in New Hampshire qualify for the exemption in Part II, Item 1 below. However, you must insure that your business meets all of the requirements spelled out in A), B), and C)]:

1. Ownership interests in this business are exempt from the registration requirements of the state of New Hampshire because the business meets ALL of the following three requirements:
A) This business has 10 or fewer owners; and
B) Advertising relating to the sale of ownership interests has not been circulated; and
C) Sales of ownership interests – if any – will be completed within 60 days of the formation of this business.
2. This business will offer securities in New Hampshire under another exemption from registration or will notice file for federal covered securities. Enter the citation for the exemption or notice filing claimed - _____.
3. This business has registered or will register its securities for sale in New Hampshire. Enter the date the registration statement was or will be filed with the Bureau of Securities Regulation - _____.
4. This business was formed in a state other than New Hampshire and will not offer or sell securities in New Hampshire.

Part III – Check ONE of the following items in Part III:

1. This business is not being formed in New Hampshire.
2. This business is being formed in New Hampshire and the registration document states that any sale or offer for sale of ownership interests in the business will comply with the requirements of the New Hampshire Uniform Securities Act.

Part IV – Certification of Accuracy

(NOTE: The information in Part IV must be certified by: 1) all of the incorporators of a corporation to be formed; or 2) an executive officer of an existing corporation; or 3) all of the general partners or intended general partners of a limited partnership; or 4) one or more authorized members or managers of a limited liability company; or 5) one or more authorized partners of a registered limited liability partnership or foreign registered limited liability partnership.)

I (We) certify that the information provided in this form is true and complete. (Original signatures only)

Name (print): HKSG, Inc., by John E. Moravec Signature: _____

Date signed: December 23, 2009

Name (print): _____ Signature: _____

Date signed: _____

Name (print): _____ Signature: _____

Date signed: _____