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TRANSMITTAL LETTER

02 FEB 28 PM 3:56

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

400005027154--9  
-02/28/02--01063--019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Flash-Medium, Inc.  
Proposed Corporate Name

Enclosed is an original and one copy of the Articles of Incorporation, a designation of registered agent, and a check for \$78.75. Please return one copy of the Articles of Incorporation stamped with the filing date to Mr. Dan Ben-David, 3460 North 37<sup>th</sup> Street, Hollywood, Florida 33021.

FROM: Dan Ben-David  
3460 North 37<sup>th</sup> Street,  
Hollywood, Fl 33021.  
Tel: (954) 966-7208

CB

**ARTICLES OF INCORPORATION  
OF**

Flash-Medium, Inc.

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**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE I: NAME**

The name of this corporation shall be Flash-Medium, Inc.

**ARTICLE II: PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this corporation shall be 3460 N. 37 Street, Hollywood, Florida 33021.

**ARTICLE III: SHARES**

All stock issued by this corporation shall be common voting stock of a single class. The number of shares of stock that this corporation is authorized to have outstanding at any time is 500.

**ARTICLE IV: INITIAL REGISTERED AGENT AND REGISTERD OFFICE**

The name of the initial registered agent is Dan Ben-David, whose registered office is located at 3460 N. 37 Street, Hollywood, Florida 33021.

**ARTICLE VI: DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This Corporation shall have One Director, Initially. The names and addresses of the initial members of the Board of Directors are:

Dan Ben-David	3460 N. 37 Street,
Dir.	Hollywood, Florida 33021

**ARTICLE VII: OFFICERS**

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

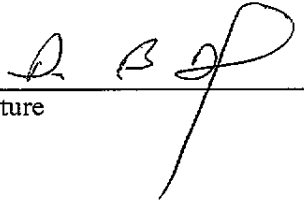
Dan Ben-David	3460 North 37 Street,
Pres.	Hollywood, Florida 33021

**ARTICLE VIII: INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

Dan Ben-David  
3460 North 37<sup>th</sup> Street,  
Hollywood, Florida 33021

The undersigned incorporator has executed these Articles of Incorporation this 26<sup>th</sup>  
Day of February 2002.

  
\_\_\_\_\_  
Signature

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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Florida law, the undersigned Corporation organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: *FLASH-MEDIUM, INC.*
2. The name and address of the registered agent and office is:

Dan Ben-David,  
3460 North 37<sup>th</sup> Street,  
Hollywood, Florida 33021.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION 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.

*D. B. David*  
\_\_\_\_\_  
SIGNATURE OF REGISTERED AGENT

*2/26/02*  
\_\_\_\_\_  
DATE