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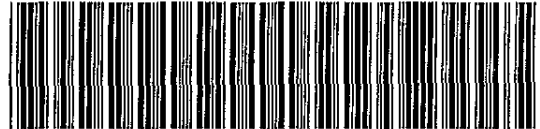
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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05 OCT 31 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. J. 10-31-05

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**Board Certified Wills, Trusts & Estates*

(8/1/00 to 7/31/05)

**Board Certified Civil Trial*

(6/1/92 to 5/31/02)

October 27, 2005

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation for INNER CIRCLE COMMUNICATIONS GROUP, INC.

Dear Sir:

Enclosed are the (a) executed and notarized original Articles of Incorporation for subject named company; (b) a true copy of the subject named document; (c) Affidavit of Resident Agent; and (d) check for \$210.00 as payment for the filing fee (\$35.00) for the Articles of Incorporation; \$35.00 for designation of resident agent; \$87.50 for application for registered name; and \$52.50 for a certified copy of such articles.

If these documents are in order, please proceed to have them filed with the Division of Corporations and forward to these offices a certified copy of the aforesaid Articles of Incorporation.

Very truly yours,

McLANE, McLANE & McLANE



D. Scott McLane

DSM:tas
Enclosures

ARTICLES OF INCORPORATION
of
INNER CIRCLE COMMUNICATIONS GROUP, INC.

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TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, hereby agrees to form a corporation pursuant to the provisions of Florida Statute 607.

ARTICLE I

The name of the corporation shall be: INNER CIRCLE COMMUNICATIONS GROUP, INC. and may hereafter in these Articles of Incorporation may be referred to as the CORPORATION.

ARTICLE II

The Corporation shall have perpetual existence from the date that the Certificate of Incorporation for these Articles of Incorporation is issued by the Office of the Secretary of State of the State of Florida.

ARTICLE III

The street address of the principal and registered office of this Corporation is 17927 Holly Brook Drive, Tampa, Florida 33647.

Article IV

The name of the registered agent of the Corporation is:

PAUL BRIAN SCHMIDT
17927 Holly Brook Drive
Tampa, Florida 33647

ARTICLE V

This Corporation is organized for the purpose of providing advertising services, other legal matters and any other purposes not prohibited by the laws of the State of Florida, the United States, or any other state or foreign country in which property of this Corporation is located.

ARTICLE VI

This Corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value capital/common stock.

ARTICLE VII

Each shareholder shall have the right to purchase at market price any subsequently issued treasury stock by the Corporation. The procedure for exercising such right shall be detailed in the By-Laws of this Corporation.

ARTICLE VIII

Shares of capital stock of this Corporation shall be initially issued to the following persons in the amount set opposite their names:

One Hundred(100) shares
PAUL BRIAN SCHMIDT

ARTICLE IX

This corporation shall initially have one Director as provided by Florida Statute 607.114(1). The number of Directors may be either increased or decreased under the procedures as provided in the By-Laws of this Corporation, but shall never be less than one.

Article X

The name and address of the initial incorporator and shareholder of the Corporation is:

PAUL BRIAN SCHMIDT
17927 Holly Brook Drive
Tampa, Florida 33647

ARTICLE XI

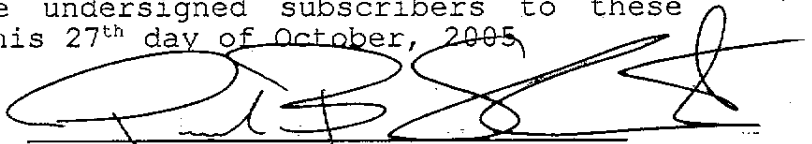
The initial officers of this corporation shall be:

PAUL BRIAN SCHMIDT, President
CHRISTINE MARY SCHMIDT, Vice-President, Secretary and Treasurer

ARTICLE XII

These Articles of Incorporation may be amended or revoked by a two-thirds (2/3) or larger vote of the Stockholders and the filing of such Amendment or Revocation with the Florida Department of State.

IN WITNESS WHEREOF the undersigned subscribers to these Articles of Incorporation, this 27th day of October, 2005

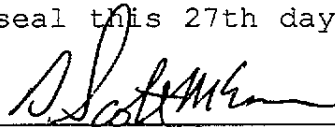


PAUL BRIAN SCHMIDT, Subscriber

County of Pinellas
State of Florida

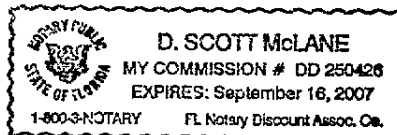
BEFORE ME, the undersigned Notary, appeared PAUL BRIAN SCHMIDT who produced a Florida Driver's License as identification and who after being duly sworn and deposed sayeth that the above Articles of Incorporation are true and correct.

WITNESS my hand and official seal this 27th day of October, 2005.



Notary Public

My Commission expires:



AFFIDAVIT OF RESIDENT AGENT

I, the undersigned PAUL BRIAN SCHMIDT, a citizen of the State of Florida, whose office address is 17927 Holly Brook Drive, Tampa, Florida 33647, accepts the appointment as Resident Agent for INNER CIRCLE COMMUNICATIONS GROUP, INC. and authorizes the use of the aforesaid address as the resident agent's address for service of process and other purposes.

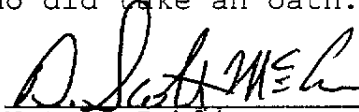
I am familiar with the duties imposed on me by Florida Statute 607.0505 as resident agent and accept such obligations.

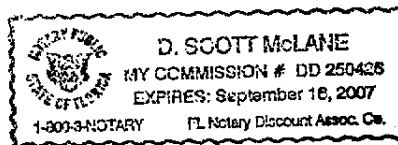
Dated this 27TH day of October, 2005.


PAUL BRIAN SCHMIDT

State of Florida
County of Pinellas

Sworn to and subscribed before me this 27th day of October, 2005, by PAUL BRIAN SCHMIDT, who has produced a Florida Driver's License as identification and who did take an oath.


Notary Public
My Commission Expires:



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