

P96000025316

March 11, 1996

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

Re: All-Media Services, inc.

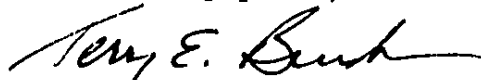
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Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-captioned entity. Please file the Articles of Incorporation and return a certified copy to me at the address listed below. Enclosed is a check in the amount of \$122.50 to cover this service, as well as the registered agent designation.

Thank you for your prompt attention to this matter.

Very truly yours,



Terry E. Bender
1401 Village Blvd., #1417
West Palm Beach, FL 33409

Enclosure as stated

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96 MAR 18 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ALL-MEDIA SERVICES, INC.

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96 MAR 18 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is All-Media Services, Inc.

ARTICLE TWO

PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 2000 Florida Mango Rd., Suite 107, West Palm Beach, Florida 33409.

ARTICLE THREE

CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR

PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the business of computer and video graphic services designed for marketing and advertising.

2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE FIVE
CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall be without par value.

ARTICLE SIX
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2000 Florida Mango Rd., Suite 107, West Palm Beach, Florida 33409, and the name of its initial registered agent at such address is, Terry E. Bender.

ARTICLE SEVEN
DIRECTORS

The number of directors constituting the corporation's initial board of directors is two. The name and address of each person who is to serve as a member of the initial board of directors is:

NAME	Address
Terry E. Bondor	1401 Village Blvd., #1417 West Palm Beach, FL 33409
Glenn C. Bondor	1401 Village Blvd., #1417 West Palm Beach, FL 33409


ARTICLE EIGHT

INCORPORATORS

The name and address of each incorporator is:

NAME	Address
Terry E. Bender	1401 Village Blvd., #1417 West Palm Beach, FL 33409

Executed by the undersigned at West Palm Beach, Florida on
March 11, 1996.


TERRY E. BENDER

ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT

Having been named to accept service of process as Registered Agent for ALL-MEDIA SERVICES, INC., at the place designated in the Articles of Incorporation, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


TERRY E. BENDER

FILED
66 MAR 18 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96000025316

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 25, 1997

ALL-MEDIA SERVICES, INC.
2000 FLORIDA MANGO RD
SUITE 107
WEST PALM BEACH, FL 33409

SUBJECT: ALL-MEDIA SERVICES, INC.
Ref. Number: P96000025316

Debit Memo #: 16997-B

This is to inform you that check #175 in the amount of \$550.00 submitted with the annual report for ALL-MEDIA SERVICES, INC. has been returned by your bank because of UNCOLLECTED FUNDS.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$577.50 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after November 25, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (850) 487-6057.

Pat Bailey
Accountant I

Letter Number: 997A00047455