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ACE INDUSTRIES, INC.

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12/04/96

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305) 358-2571

ACCT#: 070744001530

FAX #: (305) 358-7832

NAME: AMERICAN SHOPPING NETWORK, INC.

AUDIT NUMBER.....H96000016947

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION

H96-16947

of AMERICAN SHOPPING NETWORK, INC.a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.Article 1: Name of the Corporation: AMERICAN SHOPPING NETWORK, INC.Address of the Corporation: 3690 NORTH 56th AVENUE SUITE 928
HOLLYWOOD, FLORIDA 33021

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

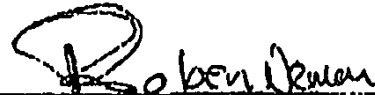
Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one

time is 1,000PAR VALUE \$1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:

3690 NORTH 56th AVENUE SUITE 928 HOLLYWOOD, FLORIDA 33021and the name of the initial registered agent at such address is ROBEN NEMANI

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation



Signature of Registered Agent

Date

Article 6: The board of directors are as follows:

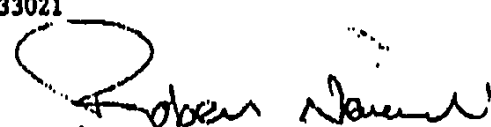
The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. ROBEN NEMANI3690 NORTH 56th AVENUE SUITE 928HOLLYWOOD, FLORIDA 33021

Article 7: The Name and address of the Incorporator is:

ROBEN NEMANI3690 NORTH 56th AVENUE SUITE 928HOLLYWOOD, FLORIDA 33021

In witness whereof I have subscribed my name



Signature of Incorporator

ROBEN NEMANI

Prepared by:
ace INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33138
305-358-2571

H96-16947