



COST LIMIT : \$ 70.00

ORDER DATE : March 4, 1997

ORDER TIME : 9:50 AM

ORDER NO. : 280723-005

CUSTOMER NO: 7124934

CUSTOMER: Mr. C.J. Ewing
MR. C.J. EWING

10022 Honeywood Dr.

Cincinnati, OH 45241

DOMESTIC FILING

NAME: MEDIA FORUM INTERNATIONAL INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS:

SECRET
TALLAHASSEE, FLORIDA

97 MAR -6 AM 10:24

FILED

CH-112
S-500
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K.R. MAR - 7 1997

ARTICLES OF INCORPORATION
OF
MEDIA FORUM INTERNATIONAL INC.

FILED
97 MAR -6 AM 10:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MEDIA FORUM INTERNATIONAL INC.

The address of the principal office of this corporation shall be 1725 Northeast 164th Street, North Miami Beach, Florida 33162, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1725 Northeast 164th Street, North Miami Beach, Florida 33162 and the name of the initial registered agent of the corporation at that address is Burton Signer.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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 name and address of the initial member of the Board of Directors are:

Burton Signer
Dir.

1725 Northeast 164th Street
North Miami Beach, Florida 33162

ARTICLE VII. INCORPORATOR

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

Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on March 6, 1997.

Deborah D. Skipper
It's Agent, Deborah D. Skipper
Incorporator

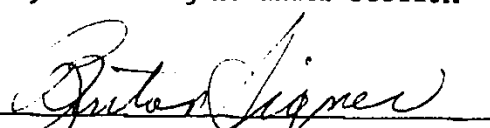
ADM/RWW

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

Burton Signer, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

MEDIA FORUM INTERNATIONAL INC.

Burton Signer is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Typed Name: Burton Signer

FILED

97 MAR -6 AM 10:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA