

J37507

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

RE:

Media Group, Inc.

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

7/29/97
DOH
DOH
DOH
DOH
DOH
W.P. Virgil

X00789, 00721,
00524, 00672

REQUEST TAKEN CONFIRMED APPROVED
DATE 5-6-97 X00789, 00524
TIME 9:30
BY DR CK No. 00622

WALK-IN
Will Pick Up _____

	C.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		
SUBTOTALS		

name changed
Amended

788892 157627-8

-05/06/97-01080-006
*****35.00 *****35.00

FILED
97 AUG -4 AM 8:38
TALLAHASSEE, FLORIDA
RECEIVED
97 MAY -6 AM 8:28
DIVISION OF CORPORATION

FEE.....\$
DISBURSED.....\$
SURCHARGE.....\$
TAX on corporate supplies.....\$
SUBTOTAL.....\$
PREPAID.....\$
BALANCE DUE.....\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 6, 1997

Capital Connection, Inc.
P.O. Box 10349
Tallahassee, FL 32302

SUBJECT: THE MEDIA GROUP, INC.
Ref. Number: P93000022692

We have received your document for THE MEDIA GROUP, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

On page 4 Linda Stein states that she is the secretary of the Jewish Media Group. Please correct that statement to state that she is the secretary of The Media Group, Inc.

If you have any questions concerning the filing of your document, please call (904) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 797A00023895

97 JUL 29 15:15
DIVISION OF CORPORATIONS
Corrected



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 29, 1997

Capital Connection, Inc.
417 E. Virginia Street
Suite 1
Tallahassee, FL 32302

SUBJECT: JEWISH MEDIA GROUP, INC.
Ref. Number: J37507

We have received your document for JEWISH MEDIA GROUP, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the directors names and addresses in Article VI.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 497A0003817

DIVISION OF CORPORATION

97 AUG -4 PM 3:15

RECEIVED

Corrected

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

JEWISH MEDIA GROUP, INC.

(present name)

FILED
97 AUG -4 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ALL EXISTING ARTICLES ARE STRICKEN AND THE ATTACHED ARTICLES
ARE INSERTED IN LIEU THEREOF.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: October 31, 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 8 day of June, 19 97

Signature

[Signature]
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Paul Fraynd
Typed or printed name

President

Title

ARTICLE I - NAME

The name of this Corporation is **FORCE MEDIA, INC.**

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is One Hundred (1000) shares of common stock having a par value of One Dollar (\$1.00) per share.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

ARTICLE V - REGISTERED OFFICE AND AGENT

The registered office and mailing address of this Corporation shall be located at 560 N.W. 165th Street Road, Suite 300, Miami, FL 33169, and the registered agent of this Corporation at such office shall be PAUL FRAYND, who upon accepting this designation agrees to comply with the provisions of Section 607, Florida Statutes as amended from time to time, with respect to keeping an office for service of process.

ARTICLE VI - BOARD OF DIRECTORS

The Board of Directors shall consist of two members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the

number of directors be less than one. The Board of Directors are:

Paul Fraynd	560 NW 165 th Street Road Miami, FL 33169
Linda Stein Fraynd	560 NW 165 th Street Road Miami, FL 33169

ARTICLE VII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.