

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

N010000003898

International Media Institute, Inc.

100004341891--1

-06/05/01--01061--010

*****87.50 *****87.50

- ✓ Art of Inc. File _____
- ____ LTD Partnership File _____
- ____ Foreign Corp. File _____
- ____ L.C. File _____
- ____ Fictitious Name File _____
- ____ Trade/Service Mark _____
- ____ Merger File _____
- ____ Art. of Amend. File _____
- ____ RA Resignation _____
- ____ Dissolution / Withdrawal _____
- ____ Annual Report / Reinstatement _____
- ✓ Cert. Copy _____
- ____ Photo Copy _____
- ✓ Certificate of Good Standing _____
- ____ Certificate of Status _____
- ____ Certificate of Fictitious Name _____
- ____ Corp Record Search _____
- ____ Officer Search _____
- ____ Fictitious Search _____
- ____ Fictitious Owner Search _____
- ____ Vehicle Search _____
- ____ Driving Record _____
- ____ UCC 1 or 3 File _____
- ____ UCC 11 Search _____
- ____ UCC 11 Retrieval _____
- ____ Courier _____
- 01 JUN -5 PM 4:52
FILED
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION
01 JUN -5 AM 11:02
J. BRYAN JUN - 5 2001

W01-12720

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 5, 2001

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST., STE. 1
TALLAHASSEE, FL 32301

SUBJECT: INTERNATIONAL MEDIA INSTITUTE, INC.
Ref. Number: W01000012720

We have received your document for INTERNATIONAL MEDIA INSTITUTE, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Joey Bryan
Document Specialist
New Filing Section

Letter Number: 801A00034143

*Corrected
6/5
LN*

2001 JUN -5 PM 3:32
SUFFICIENCY OF FILING
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned, a citizen of the United States, desiring to form a Non-Profit Corporation in compliance with Chapter 617, Florida Statutes (Not for Profit), does hereby certify:

ARTICLE 1. NAME

The name of the Corporation shall be:

INTERNATIONAL MEDIA INSTITUTE, INC.

ARTICLE 11. PRINCIPAL OFFICE.

The principal place of business and mailing address of this Corporation shall be:

485 Cardinal Oaks Ct.
Lake Mary, FL 32746

ARTICLE III. PURPOSE.

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or the corresponding sections of any future federal tax code.

ARTICLE IV. MANNER OF ELECTION.

Directors shall serve until resignation or removal, at which time the remaining Directors shall jointly appoint a successor Director. Directors are elected as stated in the by-laws.,

ARTICLE V. INITIAL DIRECTORS.

The names and addresses of the initial directors:

James D. McCotter
1060 W. Beaver Creek Blvd.
Suite C
Avon, CO 81620

Barbara McCotter
1060 W. Beaver Creek Blvd.
Suite C
Avon, CO 81620

David W. Hall
485 Cardinal Oaks Ct.
Lake Mary, FL 32746

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI. INITIAL REGISTERED AGENT.

The name and address of the registered agent is:

David W. Hall
485 Cardinal Oaks Ct.
Lake Mary, FL 32746

ARTICLE VII. INCORPORATOR.

The name and address of the Incorporator:

James D. McCotter
1060 W. Beaver Creek Blvd.
Suite C
Avon, CO 81620

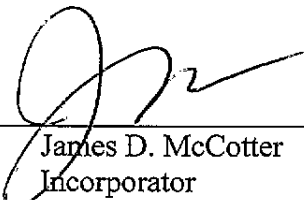
ARTICLE VIII. EARNINGS.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III above. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of this Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

ARTICLE IX. DISSOLUTION.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to the state or local government, for any public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

In witness whereof, I have hereunto subscribed my name this 4th day of June
2001.



James D. McCotter
Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

INTERNATIONAL MEDIA INSTITUTE, INC. desiring to organize as a corporation under the laws of the State of Florida, with its registered office at 485 Cardinal Oaks Court, Lake Mary, FL 32746, has named and designated David W. Hall as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

Dated this 4th day June 2001.



David W. Hall
Registered Agent

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TALLAHASSEE, FLORIDA