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John D. Kurtz, Chartered

Attorney at Law

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June 3, 2002

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

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JUN -4 AM 10:11

Re: INTERMEDIA DEVELOPMENT FOUNDATION, INC.

100005677421--8

-06/04/02--01046--007

*****78.75 *****78.75

Gentlemen:

Please find enclosed the original and duplicate copy of the Articles of Incorporation for the proposed corporation. The duplicate has been subscribed and acknowledged in the same manner as the original. Please endorse the your approval of the Articles of Incorporation on the duplicate copy, certify it and return it to the undersigned.

I have also enclosed a check to the in the sum of \$78.75 to cover the filing fees.

Thank You,

John D. Kurtz

F. GHESSER JUN 5

ARTICLES OF INCORPORATION
OF
INTERMEDIA DEVELOPMENT FOUNDATION, INC.

FILED STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
02 JUN -4 AM 10:11

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION, EACH A NATURAL PERSON COMPETENT TO CONTRACT, HEREBY ASSOCIATE THEMSELVES TOGETHER TO FORM A CORPORATION FOR NOT FOR PROFIT UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I. NAME & MAILING ADDRESS

THE NAME OF THIS CORPORATION IS: INTERMEDIA DEVELOPMENT FOUNDATION, INC. AND ITS MAILING ADDRESS IS 3034 30TH LANE, LAKE WORTH, FLORIDA 33463

ARTICLE II. PURPOSE

TO PROMOTE DIVERSITY IN THE MEDIA FOR ALL PEOPLE UNDER-REPRESENTED BY RACE, ETHNICITY, GENDER OR DISABILITY;

TO GIVE WORLDWIDE EXPOSURE TO BRIDGE THE DIGITAL DIVIDE FOR NEW WRITERS THROUGH THE GLOBAL INTERNET MEDIUM.

TO PROVIDE SCHOLARSHIPS AND GRANTS FOR THE ENCOURAGEMENT AND TRAINING OF COLLEGE AND UNIVERSITY STUDENTS IN THE VARIOUS ASPECTS OF PUBLISHING AND INFORMATION DISTRIBUTION VIA THE INTERNET.

TO DEVELOP PROGRAMS AIMED AT REDUCING THE DIGITAL DIVIDE THROUGH THE RECRUITMENT AND RETENTION OF MINORITY WRITERS IN CONJUNCTION WITH PARTNERSHIP PUBLICATIONS.

ARTICLE III. TERM OF EXISTENCE

THIS CORPORATION SHALL EXIST PERPETUALLY.

ARTICLE IV. REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE REGISTERED AGENT OF THIS CORPORATION IN THE STATE OF FLORIDA IS 3034 30TH LANE, LAKE WORTH, FLORIDA 33463. THE REGISTERED AGENT IS CHRISTOPHER UZAL. THE AFORESAID REGISTERED AGENT IS EXECUTING THESE ARTICLES OF INCORPORATION AND BY HIS SIGNATURE ACKNOWLEDGES HE IS FAMILIAR WITH THE DUTIES AND OBLIGATIONS OF A REGISTERED AGENT AND ACCEPTS THIS APPOINTMENT IN ACCORDANCE WITH THE PROVISIONS OF FLA. ST. 617.0501.

ARTICLE V. DIRECTORS

THIS CORPORATION SHALL HAVE THREE DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DECREASED FROM TIME TO TIME. DIRECTORS SHALL BE ELECTED AS PROVIDED BY BY-LAWS ADOPTED BY THE MEMBERS.

ARTICLE VI. INITIAL DIRECTORS

THE NAMES AND ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS ARE:

NAME:

ADDRESS:

CHRISTOPHER UZAL

3034 30TH LANE
LAKE WORTH, FLORIDA 33463

NOAH J. UZAL

3034 30TH LANE
LAKE WORTH, FLORIDA 33463

JOSE R. UZAL

3034 30TH LANE
LAKE WORTH, FLORIDA 33463

ARTICLE VII. INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR OF THESE ARTICLES
OF INCORPORATION ARE:

NAME:

ADDRESS:

CHRISTOPHER UZAL

3034 30TH LANE
LAKE WORTH, FLORIDA 33463

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TALLAHASSEE, FLORIDA
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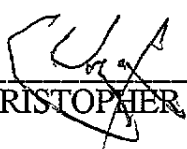
ARTICLE VII. AMENDMENT

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE
MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY
THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE SHAREHOLDERS,
AND APPROVED AT A STOCKHOLDERS' MEETING BY A MAJORITY OF THE
STOCK ENTITLED TO VOTE THEREON.

IN WITNESS WHEREOF, WE HAVE MADE AND SUBSCRIBED THESE
ARTICLES OF INCORPORATION THIS ____ DAY OF APRIL, 2002



CHRISTOPHER UZAL, INCORPORATOR



CHRISTOPHER UZAL, REGISTERED AGENT