

NO6000005173

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From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

FLORIDA PROFIT/NON PROFIT CORPORATION

Hispanic Marketing Network, Inc.

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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida not-for-profit corporation is:
Hispanic Marketing Network, Inc.

EFFECTIVE DATE
05-29-06

Article II. Address

The mailing address of the Corporation is:

Hispanic Marketing Network, Inc.
7300 North Central Avenue
Tampa FL 33604

Article III. Purpose

The Corporation is organized exclusively to engage in all lawful acts or activities for which Florida not-for-profit corporations may be organized, including one or more of the following purposes. Civic league or organization operating exclusively for the promotion of social welfare pursuant to Code Section 501(c)(4); business league, chamber of commerce, real estate board, or board of trade pursuant to Code Section 501(c)(6); or club organized for pleasure, recreation and other nonprofitable purposes pursuant to Code Section 501(c)(7). All references to "Code" are to the Internal Revenue Code of 1986 as amended or to corresponding provisions of future federal tax legislation.

Erin Smith Aebel | FL Bar Member 92746
Shumaker, Loop & Kendrick, LLP
101 East Kennedy Boulevard, Suite 2800
Tampa FL 33602
813-229-7600

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COURT OF THE
NINTH JUDICIAL CIRCUIT
IN AND FOR THE COUNTY OF
HILLSBORO, FLORIDA

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Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Abel Placeres, Jr.
Janet Grancell
Jose Sanchez

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than three directors. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but may never be less than three. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law.

Article V. Limitations

No part of the net earnings of the Corporation shall inure to the benefit of (or be distributable to) its directors, officers, members 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 any of its purposes.

Article VI. Registered Agent

The name and address of the registered agent of the Corporation is:

Erin Smith Aebel, Esq.
101 East Kennedy Boulevard, Suite 2800
Tampa FL 33602

Article VII. Incorporator

The name and address of the incorporator is:

Erin Smith Aebel
101 East Kennedy Boulevard, Suite 2800
Tampa FL 33602

Erin Smith Aebel | FL Bar Member 92746
Shumaker, Loop & Kendrick, LLP
101 East Kennedy Boulevard, Suite 2800
Tampa FL 33602
813-229-7600

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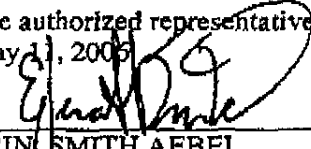
Article VIII. Dissolution

Upon the dissolution or winding up of the Corporation, the assets remaining after payment (or provision for payment) of the Corporation's debts and liabilities shall be distributed pursuant to the Corporation's plan of distribution of assets.

Article IX. Corporate Existence

The corporate existence of the Corporation shall begin effective as of May 9, 2006.

The authorized representative of the incorporator executed these Articles of Incorporation on May 11, 2006.



ERIN SMITH AEBEL
by E.S. Davila as attorney-in-fact

Erin Smith Aebel | FL Bar Member 92746
Shumaker, Loop & Kendrick, LLP
101 East Kennedy Boulevard, Suite 2800
Tampa FL 33602
813-229-7600

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Hispanic Marketing Network, Inc.

REGISTERED AGENT/OFFICE:

Erin Smith Aebel, Esq.
101 East Kennedy Boulevard, Suite 2800
Tampa FL 33602

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Erin Smith Aebel, Esq.
by E.S. Davila as attorney-in-fact

Date: 5/11/2006

Erin Smith Aebel | FL Bar Member 92746
Shumaker, Loop & Kendrick, LLP
101 East Kennedy Boulevard, Suite 2800
Tampa FL 33602
813-229-7600

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