

P00000002730



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 541163 96202A

AUTHORIZATION :

Patricia Pujols

COST LIMIT : \$ 70

ORDER DATE : January 6, 2000

ORDER TIME : 2:50 PM

ORDER NO. : 541163-005

300003091123--1

CUSTOMER NO: 96202A

CUSTOMER: William A. Maher, Cpa
WILLIAM A. MAHER, CPA, P.A.
WILLIAM A. MAHER, CPA, P.A.
2038 Henley Place

Fort Myers, FL 33901

DOMESTIC FILING

NAME: V.P. MEDIA MANAGEMENT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Carrie Vaught

EXAMINER'S INITIALS:

5589
W00-548

00 JAN -6 PM 1:28

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 JAN -6 PM 3:54

RECEIVED



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JAN -6 PM 1:28

January 7, 2000

SC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: V.P. MEDIA MANAGEMENT, INC.
Ref. Number: W00000000548

RESUBMIT

Please give original
submission date as file date.

We have received your document for V.P. MEDIA MANAGEMENT, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

You must list the corporation's principal office and/or a mailing address in the document.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 800A00000883

RECEIVED
00 JAN 10 AM 11:20
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JAN -6 PM 1:28

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF

V.P. MEDIA MANAGEMENT, INC.

THE UNDERSIGNED, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation:

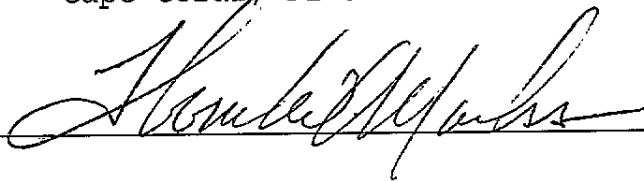
- FIRST: The name of the corporation is V.P. Media Management, Inc. and the principal address is 2101 SE 21st Lane, Cape Coral, Florida 33990
- SECOND: The period of its duration is perpetual.
- THIRD: The date and time of the commencement of the corporate existence is the time of filing of articles by the Department of State.
- FOURTH: The purpose or purposes for which the corporation is organized are:
- To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.
- FIFTH: The aggregate number of shares which the corporation shall have authority to issue is:
- One thousand (1,000) common voting shares with a par value of One dollar (\$1.00) each.
- SIXTH: The street address of the initial registered office of the corporation is 2101 SE 21st Lane, Cape Coral, Florida 33990 and the name of its initial registered agent is Tom Marks.

SEVENTH: The number of directors constituting the initial board of directors of the corporation are one (1), and the name and address of the persons who are to serve as directors until the first annual meeting of shareholders or until successors are elected and shall qualify are:

Tom Marks
2101 SE 21st Lane
Cape Coral, Fl 33990

EIGHTH: The name and address of each incorporator is:

Tom Marks
2101 SE 21st Lane
Cape Coral, Fl 33990

A handwritten signature in cursive script, appearing to read "Tom Marks", is written over a horizontal line.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN -6 PM 1:28

ACCEPTANCE BY THE REGISTERED AGENT:

Tom Marks is familiar with and accepts the obligations
provided for in s. 307.325

BY:

Tom Marks

Dated 12/31/99, 1999

STATE OF Florida
COUNTY OF Lee

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 31st
DAY OF December, 1999 BY TOM MARKS

WHO IS PERSONALLY KNOWN TO ME AND WHO DID NOT TAKE AN OATH.

ID - Driver Licence

MY COMMISSION EXPIRES:



Charles J Maher
My Commission CC695165
Expires November 6, 2001

[Signature]
NOTARY PUBLIC