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To: Division of Corporations
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From: Account Name : EMPIRE CORPORATE KIT COMPANY
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FILED
00 FEB 18 AM 11:06
TALLAHASSEE, FLORIDA
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FLORIDA PROFIT CORPORATION OR P.A.

WIRELESS MEDIA NETWORK, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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2-16-00

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(4)

ARTICLES OF INCORPORATION

OF

WIRELESS MEDIA NETWORK, INC.

The undersigned hereby adopt the following Articles of Incorporation for the purpose of forming a for profit corporation under the Florida Business Corporation Act:

**I.
NAME**

The name of this corporation is Wireless Media Network, Inc. (the "Corporation"). The principal place of business and mailing address of the Corporation is 3174 N.W. 98th Court, Miami, Florida 33172.

**II.
EFFECTIVE DATE AND DURATION**

The effective date of this Corporation shall be February 16, 2000, and shall exist perpetually thereafter unless sooner dissolved according to law.

**III.
PURPOSE**

This Corporation is authorized to engage in any business permitted to corporations organized under the Florida Business Corporation Act.

**IV.
CAPITALIZATION**

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 10,000,000 shares of common stock having a par value of \$0.75 per share.

Prepared By:
Juan T. O'Naghten
Fla. Bar No: 305774
Suite 200
2665 South Bayshore Drive
Miami, Florida 33133

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V.

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be Suite 200, 2665 South Bayshore Drive, Miami, Florida and the initial registered agent of this Corporation at such office shall be Kendall Coffay, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

VI.

INITIAL DIRECTORS

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the bylaws, but shall not be less than one (1). The names and addresses of the persons who are to serve as members of the initial board of directors are:

Name

Address

Hossein Kasmair

3174 N.W. 98th Court
Miami, Florida 33172

VII.

INITIAL OFFICERS

Hossein Kasmair shall serve as the President, Secretary and Treasurer of the Corporation.

VIII.

INCORPORATOR

The incorporator is Juan T. O'Naghten and his address is Suite 200, 2665 South Bayshore Drive, Miami, Florida 33131.

In witness whereof, the undersigned has executed these Articles of Incorporation on February 15, 2000.



Juan T. O'Naghten, Incorporator

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE
AND ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

1. The name of the Corporation is: Wireless Media Network, Inc.
2. The name and address of the registered agent and the registered office is: Kendall Coffey, Suite 200, 2665 South Bayshore Drive, Miami, Florida 33133

Pursuant to Sections 48.091 and 617.0501, et seq., Florida Statutes, the undersigned has been named to act as the registered agent of the Corporation at the place designated in this certificate and the undersigned agrees to accept such appointment and to act in that capacity. The undersigned further agrees that the undersigned will comply with all provisions of all statutes relating to the proper and complete performance of the duties of the registered agent of the Corporation and that the undersigned is familiar with and accepts the obligations of the position of registered agent for the Corporation.

Date: February 15, 2000


Kendall Coffey, Registered Agent

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