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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

EFFECTIVE DATE

3-17-00

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To:

Division of Corporations
Fax Number : (850)922-4001

From:

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

FLORIDA PROFIT CORPORATION OR P.A.

AFM Media, Inc.

Certificate of Status	1
Certified Copy	0
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B. McKnight MAR 21 2000

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
AFM Media, Inc.

EFFECTIVE DATE

3-17-00

Article II. Address

The Corporation's mailing address is:
AFM Media, Inc.
10242 NW 3rd Place
Coral Springs FL 33071

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Marc Wites
100 SE 2nd Street, Suite 4600
Miami FL 33131

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Michael Penzer
Fernando Molto

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. 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 applicable law.

Marc Wites | FL Bar Member 024783
Sheftall & Torres P.A.
100 SE 2nd Street, Suite 4600
Miami FL 33131
305-358-5959

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Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator


The name and address of the incorporator is:

Marc Wites
Sheftall & Torres P.A.
100 SE 2nd Street, Suite 4600
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on March 17, 2000.

The undersigned incorporator executed these Articles of Incorporation on March 20, 2000.



MARC WITES
by A.M. Kelly as attorney-in-fact

Marc Wites | FL Bar Member 024783
Sheftall & Torres P.A.
100 SE 2nd Street, Suite 4600
Miami FL 33131
305-358-5959

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

AFM Media, Inc.

REGISTERED AGENT/OFFICE:

Marc Wites

100 SE 2nd Street, Suite 4600

Miami FL 33131

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.



MARC WITES

by A.M. Kelly as attorney-in-fact

Date: March 20, 2000

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