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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

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

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FILED
00 MAR 22 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

RED MEDIA, CORPORATION

Table with 2 columns: Description and Value. Rows include Certificate of Status (0), Certified Copy (1), Page Count (03), and Estimated Charge (\$78.75).



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 22, 2000

FAS-T

SUBJECT: RED MEDIA, CORPORATION
REF: W00000007573

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

If you have any further questions concerning your document, please call (850) 487-6925.

Angela Revell
Document Specialist

FAX Aud. #: H00000012465
Letter Number: 200A00015712

ARTICLES OF INCORPORATION
OF
RED MEDIA, CORPORATION

The undersigned Incorporates, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of incorporation.

ARTICLE I: NAME

The name of the corporation shall be:
RED MEDIA, CORPORATION

The principal place of business of this corporation shall be:
710 WASHINGTON AVENUE, Suite 324
MIAMI BEACH, FL 33139

ARTICLE II: NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III: CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:
ONE HUNDRED SHARES OF ONE DOLLAR PAR VALUE COMMON STOCK.

ARTICLE IV: TERM OF EXISTENCE

This corporation is to exist perpetually.

MJ TAXES
420 Lincoln Road
Suite 387
Miami Beach, FL 33139

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE V: OFFICERS DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until their successor is elected, is:

**MARTIN ALEJANDRO AINSTEIN
710 WASHINGTON AVENUE, Suite 324
MIAMI BEACH, FL 33139**

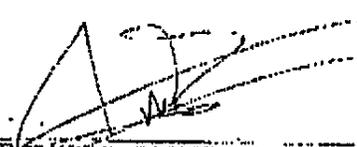
ARTICLE VI: INCORPORATOR

The name and street address of the Incorporates to this articles of incorporation is:

**MARTIN ALEJANDRO AINSTEIN
710 WASHINGTON AVENUE, Suite 324
MIAMI BEACH, FL 33139**

IN WITNESS WHEREOF, the undersigned incorporates has executed these Articles of Incorporation this 20 Days of March, 2000.

Signature of incorporate

SIGNATURE 
MARTIN ALEJANDRO AINSTEIN

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

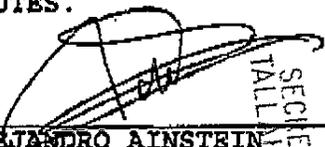
1. The name of the corporation is:
RED MEDIA, CORPORATION
2. The name and address of the registered agent and office is:
**MARTIN ALEJANDRO EINSTEIN
710 WASHINGTON AVENUE, Suite 324
MIAMI BEACH, FL 33139**

SIGNATURE 
MARTIN ALEJANDRO EINSTEIN

TITLE: **PRESIDENT**

DATE: **3/20/2000**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE performance OF MY DUTIES AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 
MARTIN ALEJANDRO EINSTEIN

DATE: **3/20/2000**

00 MAR 22 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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