

Allen C. Wohlwend, CPA, P.A.

Tax, Accounting & Financial Planning Services

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FILED
00 JUN -8 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 31, 2000

Ms. Doris Brown
Division of Corporations
Florida Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

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-06/09/00-01002-001
*****78.75 *****78.75

RE: New corporation filing to be known as **Media Research Group, Inc.**
located at 12230 Forest Hill Blvd., Suite 110X, Wellington, Palm Beach
County, Florida

Dear Ms. Brown:

Per our conversation recently, I have enclosed two copies of the Articles of Incorporation for the requested name of **Media Research Group, Inc.** I have also included the \$78.75 check for the filing. I appreciate you processing this as soon as possible.

If I can be of any further assistance or if you require any additional information, please do not hesitate to contact me directly at (813) 261-2743. Thank you for your assistance and consideration.

Sincerely,

Allen C Wohlwend

Allen C. Wohlwend

**ARTICLES OF INCORPORATION
OF
MEDIA RESEARCH GROUP, INC.**

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TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Media Research Group, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

12230 Forest Hill Blvd. Suite # 110X
Wellington, Florida 33414

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Allen C. Wohlwend
550 N. Reo Street Suite #300
Tampa, Florida 33609

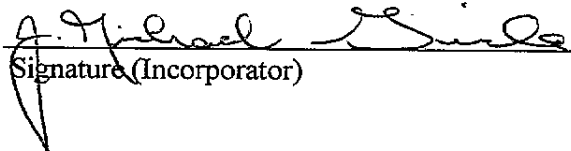
ARTICLE V INCORPORATOR(S)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name and address of the incorporator to these Articles of Incorporation is:

Michael Guida
12230 Forest Hill Blvd. Suite # 110X
Wellington, Florida 33414
(100 percent shareholder)

The undersigned incorporator has executed these Articles of Incorporation this
31st day of May, 2000.

 6/5/00
Signature (Incorporator)

I UNDERSTAND AND ACCEPT THE DUTIES AS
REGISTERED AGENT FOR THE ABOVE
MENTIONED CORPORATION.


Signature (Registered Agent)