

June 1, 2000

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

300003275633--7  
-06/02/00--01103--021  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Subject: TLC Entertainment.net, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$87.50 (filing fee, certified copy, and certificate of status). Requested date of incorporation is June 1, 2000.

From: Thomas F. Lynch  
P.O. Box 181356  
Casselberry, FL 32718-1356  
407-834-1294

EFFECTIVE DATE  
6-1-00

FILED  
00 JUN -2 PM 3:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CG  
6-2-00  
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ARTICLES OF INCORPORATION  
OF  
TLC ENTERTAINMENT.NET, INC.

EFFECTIVE DATE  
6-1-00

I, the undersigned, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be:

TLC Entertainment.net, Inc.

The principal office and mailing address of this corporation shall be:

Principal Office: 136 Triplet Lake Drive  
Casselberry, FL 32707

Mailing Address: P.O. Box 181356  
Casselberry, FL 32718-1356

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE II

Existence of Corporation

This corporation shall begin existence on June 1, 2000, and shall have perpetual existence.

ARTICLE III

Purposes

The corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

#### ARTICLE IIV

##### Capital Stock

(a) The total number of shares of capital stock authorized to be issued by the corporation shall be 10,000 shares having a par value of \$.01 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. The Board of Directors may authorize shares to be issued for consideration consisting of any tangible or intangible property or benefit to the corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the corporation. Before the corporation issues shares, the Board of Directors shall determine that the consideration received or to be received for shares to be issued is adequate. All stock when issued shall be paid for and shall be nonassessable.

(b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

(c) The board of directors may determine, in whole or in part, the preferences, limitations, and relative rights (within the limits set forth in Florida Statutes, Section 607.0601) of:

(1) Any class of shares before the issuance of any shares of that class, or

(2) One or more series within a class before the issuance of any shares of that series.

#### ARTICLE V

##### Registered Office and Registered Agent

The street address of the corporation's initial registered office is 136 Triplet Lake Drive, Casselberry, FL 32707. The mailing address of the corporation's initial registered office is P.O. Box 181356, Casselberry, FL 32718-1356. The name of the corporation's initial registered agent at such address is Thomas F. Lynch. The corporation may change its registered office or

its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes.

#### ARTICLE VI

##### Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be one(1), and the name and address of each person who is to serve as a member thereof is as follows:

<u>Name</u>	<u>Address</u>
Thomas F. Lynch	136 Triplet Lake Drive Casselberry, FL 32707

#### ARTICLE VII

##### Incorporator

The name and address of the incorporator of this corporation is as follows:

Name  
Thomas F. Lynch

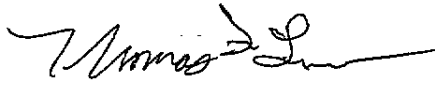
Address  
136 Triplet Lake Drive  
Casselberry, FL 32707

ARTICLE VIII

Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

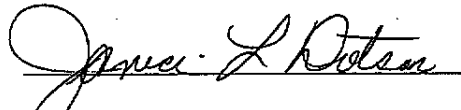
IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.

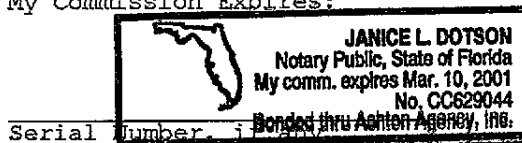
  
Thomas F. Lynch

STATE OF FLORIDA

COUNTY OF Seminole

The foregoing instrument was acknowledged before me this 1 day of June, 2000, by THOMAS F. LYNCH, who is personally known to me or who has produced FLDL as identification and who did not take an oath.

  
Print Name  
Notary Public  
My Commission Expires:



**CERTIFICATE OF ACCEPTANCE**

Having been named to accept service of process for the above stated corporation, at the place designated in its Articles of Incorporation, I hereby agree to act in such capacity, and I am familiar with and accept, the obligations provided for in Section 607.0501(3), Florida Statutes.

Signature Thomas F. Lynch  
Thomas F. Lynch  
Registered Agent

Date 6/1/00

FILED  
00 JUN -2 PM 3:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA