

JOSEPH J. REGISTRATO
ATTORNEY AT LAW

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July 22, 2000

Department of State
P. O. Box 6327
Tallahassee, Florida 32314
Corporations Filing

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-07/25/00--01031--004
*****78.75 *****78.75

Re: TV Menu

Dear Sir or Madam,

Please find an original and one copy of the Articles of Incorporation for TV Menu, including the affidavit of the registered agent, plus the filing fee of \$78.75, which shall cover the fees and costs associated with this filing. Please return the certified copy of the Articles.

Sincerely,

Joseph J. Registrato

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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F. CHESNEY JUL 28 2000

ARTICLES OF INCORPORATION

OF

T.V. MENU INC.

ARTICLE I. NAME

The name of the corporation is T.V. MENU INC.

ARTICLE II. ADDRESS

The address of the corporation is 7205 Five Point Circle, Apt. 106, Tampa, Florida
33634.

ARTICLE III. DURATION

The Corporation shall exist perpetually.

ARTICLE IV. PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.
Without limiting or restricting in any manner the general powers of the corporation, and the
enjoyment and exercise thereof, as covered by the law of the State of Florida, the corporation
shall have the following general powers:

- a. To have a corporate seal, which may be altered at pleasure, and to use the same
by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- b. To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use
and otherwise deal in and with real or personal property or any interest therein, wherever
situated.
- c. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange,
transfer and otherwise dispose of all or any part of its property and assets.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

d. To lend money to, and use its credit to assist its officers and employees in accordance with applicable law.

e. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interest in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

f. To make contracts and guarantees and incur liabilities, borrow money at such rates or interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage or pledge of all its property franchises, and income.

g. To lend money for its corporate purchases, invest and reinvest funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

h. To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this State.

i. To elect or appoint officers and agents of the corporation and determine their duties and fix their compensation.

j. To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this State, for the administration and regulation of the affairs of the corporation.

ARTICLE V. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock of one class only, having no par value.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the issuance of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

ARTICLE VII. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 7205 Five Point Circle, Apt. 106, Tampa, Florida 33634, and the name of the initial registered agent of this corporation at that address Andy Russell.

ARTICLE VIII. DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased or decreased from time to time, in accordance with Florida Statutes and the bylaws adopted by the shareholders, provided, that the corporation shall always have the minimum under of directors required by law.

ARTICLE IX. INITIAL DIRECTORS

The name and post office addresses of the first board of directors are:

NAME	ADDRESS
Andy Russell	7205 Five Point Circle, Apt. 106, Tampa, Florida 33634.
Gabriel Romero	8305 Dasa Pl. Tampa, FL 33615

ARTICLE X. INCORPORATORS


The name and address of the person signing these articles is, Andy Russell, 7205 Five Point Circle, Apt. 106, Tampa, Florida 33634.

ARTICLE XI. BYLAWS

The power to adopt, alter, amend or repeal by-laws shall be by majority vote of the Board of Directors or by majority vote of the shareholders provided, however, that the Board of Directors shall not have the power to adopt, alter, amend or repeal bylaws if such action would be inconsistent with any bylaws adopted by the shareholders.

ARTICLE XII. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders meeting by a majority of the shares entitled to vote thereon.


ANDY RUSSELL

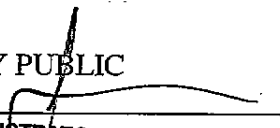
STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 17 day of July 2000, by Andy Russell, as Director of T.V. MENU, INC., a Florida Corporation, on behalf of the corporation. He personally appeared before me at the time of notarization, and is personally known to me or has provided _____ as identification and _____ (did/did not) take an oath.

print

NOTARY PUBLIC



JOSEPH J. REGISTRATO
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # CC912041
EXPIRES # 2/2/2004
BONDED THRU ASA 1-888-NOTARY1

State of Florida at Large
(Seal)
My Commission Expires

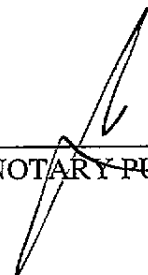
AFFIDAVIT

I, ANDY RUSSELL, do hereby state that I am familiar with the duties and responsibilities of Registered Agent, and that I accept these responsibilities with reference to the corporation TV MENU, INCORPORATED.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH


ANDY RUSSELL

SWORN TO AND SUBSCRIBED before me this 17 day of July 2000.
Produced _____ as identification OR _____ is personally known
to me.


JOSEPH J. REGISTRATO
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # CC917041
EXPIRES 4/21/2004
BONDED THRU ASA 1-888-NOTARY1
NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires:

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00 JUL 25 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA