

P000000074450

Mutt Media, Inc.

23090 Post Gardens Way #301 Boca Raton, FL 33433

July 31, 2000

VIA OVERNIGHT MAIL

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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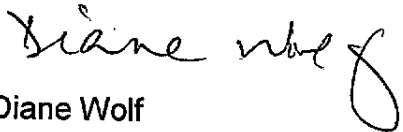
Re: Incorporation of Mutt Media, Inc.

Dear Sir or Madam:

On behalf of the above captioned corporation, Mutt Media, Inc., enclosed please find an original and one (1) copy of the Articles of Incorporation and a check made payable to the Department of State for \$87.50 which includes the \$35.00 filing fee, the \$35.00 fee for designation of registered agent, \$8.75 for a Certificate of Status and \$8.75 for a certified copy of the Articles.

Thank you for your attention to this filing. Should you have any questions concerning this matter, please do not hesitate to contact the undersigned at 561-362-0299.

Sincerely,



Diane Wolf
Incorporator, Mutt Media, Inc.

cc: Tim Schaefer

FILED
00 AUG -1 AM 10:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch AUG 7 2000

**ARTICLES OF INCORPORATION
OF
MUTT MEDIA, INC.**

FILED
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SEC. CLERK OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these Articles of Incorporation of Mutt Media, Inc. for the purpose of forming a for-profit corporation.

Article 1. The name of the Corporation is: Mutt Media, Inc.

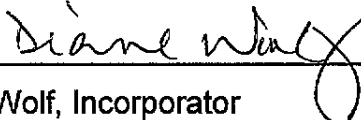
Article 2. The principal place of business and mailing address of the Corporation is: 23090 Post Gardens Way #301, Boca Raton, FL 33433.

Article 3. The Corporation is authorized to issue one class of stock, that being 1,000 shares of common stock, par value \$.001 per share, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the Corporation.

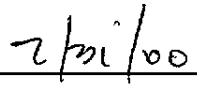
Article 4. The name and address of the Corporation's initial registered agent is: Diane Wolf, 23090 Post Gardens Way #301, Boca Raton, FL 33433.

Article 5. The name and street address of the incorporator of the Corporation is: Diane Wolf, 23090 Post Gardens Way #301, Boca Raton, FL 33443.

Article 6. The effective date of these Articles is August 1, 2000



Diane Wolf, Incorporator



Date

FILED

CERTIFICATE OF DESIGNATION

00 AUG -1 AM 10: 07

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED OFFICE AND REGISTERED AGENT

OF

MUTT MEDIA, INC.

Pursuant to Section 607.0501 of the Florida Business Corporation Act, Mutt Media, Inc., organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent in the State of Florida.

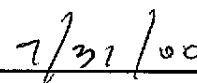
1. The name and address of the Corporation's registered office and registered agent is:

Name: Diane Wolf

Address: 23090 Post Gardens Way #301
Boca Raton, FL 33433

Having been named as registered agent and to accept service of process for the above stated corporation at the place of designation in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Diane Wolf, Registered Agent


Date