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TRANSMITTAL LETTER

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

400003359554---3 -08/16/00--01075--002 ******78.75 *****78.75

SUBJECT:

PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00

□ \$78.75

Filing Fee Filing Fee

& Certificate of Status

\$78.75

75 🚨 \$87.50

Filing Fee & Certified Copy Filing Fee,

Certified Copy

& Certificate of

Status

ADDITIONAL COPY REQUIRED

FROM: Stephen Musco

Name (Printed or typed)

1549 Ringling Blw, Ste 605

Sansota FL 31236

941-366-8711
Daytime Telephone number

OO AUG 16 PH 2:
SECRETARY OF STALL AHARSSEE FIND

NOTE: Please provide the original and one copy of the articles. Dr. A

Mg, 22

ARTICLES OF INCORPORATION

OF

PT MEDIA, INC.

00 AUG 16 PH 2: 01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of this Corporation is PT Media, Inc.

ARTICLE II - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSES

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the Florida Business Corporation Act.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 100 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

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

4350 W Cypress Street Suite 440 Tampa, Florida 33607

ARTICLE VI -INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the registered agent is:

Stephen M Musco 1549 Ringling Boulevard Suite 602 Sarasota, Florida 34236

ARTICLE VII - DIRECTORS

This Corporation shall have <u>1</u> Director initially. The number of Directors may be changed from time-to-time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors are:

Andrew H. Tasker 4350 West Cypress Street Suite 440 Tampa, Florida 33607

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

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

Stephen M. Musco 4350 West Cypress Street Suite 440 Tampa, Florida 33607 The Undersigned has executed these Articles of Incorporation on this fifteenth day of August,

2000.

Stephen M. Musco

Incorporator

ACCEPTANCE OF APPOINTMENT BY INITIAL REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for PT Media, Inc. at the place designated in the Articles, 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.

Dated: August 15, 2000

Stephen M. Musco Registered Agent

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

Stephen M. Musco, personally known to me, acknowledged the foregoing instrument before me on this fifteenth day of August, 2000. Such person did not take an oath.

DIANNE McRAE MADINGER Notary Public, State of Florida My comm. exp. Oct. 7, 2002 Comm. No. CC781765

Dianne McRae Madinger

OO AUG 16 PM 2: 01
SECRETARY OF STATE