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Division of Corporations

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Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : SHUMAKER, LOOP & KENDRICK LLP

Account Number : 075500004387

Phone : (813) 229-7600

Fax Number : (813) 229-1660

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00 OCT 10 AM 9:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

PROGRESSIVE MEDIA COMMUNICATIONS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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ARTICLES OF INCORPORATION
OF
PROGRESSIVE MEDIA COMMUNICATIONS, INC.

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I
NAME

The name of the Corporation is **PROGRESSIVE MEDIA COMMUNICATIONS, INC.**

ARTICLE II
PERIOD OF DURATION

The period of duration for the Corporation shall be perpetual.

ARTICLE III
PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the Corporation's principal office and mailing address is:

Progressive Media Communications, Inc.
127 W. Fairbanks Ave. #284
Winter Park, FL 32789

ARTICLE IV
PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida.

ARTICLE V
CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of common stock, \$.01 par value per share.

W. Thompson Thorn, III, #0176510
Shumaker, Loop & Kendrick, LLP
P.O. Box 172609
Tampa, Florida 33672-0609
813-227-2268

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ARTICLE VI
INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
W. Thompson Thom, III	101 E. Kennedy Blvd., Suite 2800 Tampa, Florida 33602

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) directors to hold office until the first annual meeting of the shareholder and until their successors have been elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Nancy Lycan	127 W. Fairbanks Avenue #284 Winter Park, FL 32789
John Craddock	127 W. Fairbanks Avenue #284 Winter Park, FL 32789

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles as Incorporator are:

<u>Name</u>	<u>Address</u>
W. Thompson Thom, III	101 East Kennedy Boulevard Suite 2800 Tampa, Florida 33602

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 9th day of October, 2000.


W. Thompson Thom, III
Incorporator

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**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT / REGISTERED OFFICE**

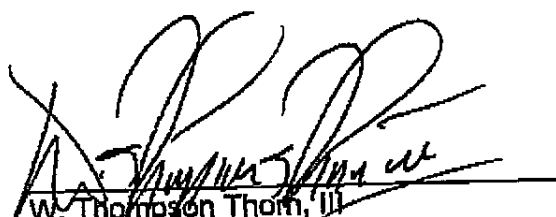
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the Corporation is **PROGRESSIVE MEDIA COMMUNICATIONS, INC.**

2. The name and address of the registered agent and office is:

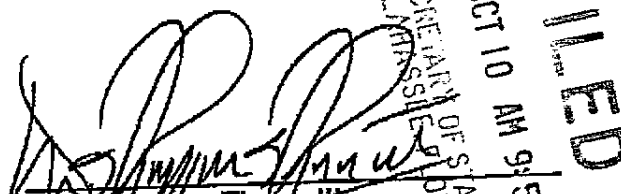
W. Thompson Thorn, III
Shumaker, Loop & Kendrick, LLP
101 E. Kennedy Blvd., Suite 2800
Tampa, Florida 33602

Dated: October 9, 2000.


W. Thompson Thorn, III
Incorporator

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Dated: October 9, 2000.


W. Thompson Thorn, III
Registered Agent

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TAMPA, FLORIDA

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