

PO00000110650 ORIGINAL

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

November 14, 2000

SUBJECT:
transistor newMedia, Inc

EFFECTIVE DATE
11-21-00

FILED
00 NOV 30 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To Whom It May Concern:

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :
\$87.50 (Filing Fee & Certified Copy & Certificate of Status)

ADDITIONAL COPY REQUIRED

FROM:

Charles Behm, Esquire
PO Box 10
Pomona Park, FL 32181
904.328.8102

800003481998--9
-11/30/00--01089--003
*****700.00 *****87.50

NOTE: Original and one copy of the articles provided.

RW
11/30

 **ORIGINAL**

STATE OF FLORIDA
ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:
transistor newMedia, Inc.

EFFECTIVE DATE
11-21-00

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:
494 Arricola Avenue
St. Augustine, FL 32080

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:
Creation of Web based / interactive digital media

ARTICLE IV SHARES

The number of shares of stock is:
1,000,000 shares, \$1.00 US par / to be issued in accordance with IRS Section 1362
Three classes: Common voting, common non-voting, preferred

ARTICLE V INITIAL OFFICERS/DIRECTORS

The name(s) and address(es):
Michael Robert Roe
494 Arricola Avenue
St. Augustine, FL 32080

Charles Behm
PO Box 10
Pomona Park, FL 32181

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:
Michael Robert Roe
494 Arricola Avenue
St. Augustine, FL 32080

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:
Michael Robert Roe
494 Arricola Avenue
St. Augustine, FL 32080

ARTICLE VIII

The effective date of this corporation shall be November 21, 2000.

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature/Registered Agent Date:

Michael Robert Roe 14 Nov 00
Michael Robert Roe November 14, 2000

Signature/Incorporator Date:

Michael Robert Roe 14 Nov 00
Michael Robert Roe November 14, 2000

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