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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

900003479799--4
-11/29/00--01050--012
*****78.75 *****78.75

SUBJECT: Carib Media Group, Inc.
(Proposed corporate name-must include suffix)

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

COST
\$78.75

**Filing Fee
& Certificate**

From: Phyllis James

1124 98th Street
Address

Bay Harbour Island, FL 33154
City, State, Zip

(305) 865-9120
Daytime Telephone Number

12/4/00 ✓

ARTICLES OF INCORPORATION

The undersigned incorporator (s), for the purpose of forming a corporation under the Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

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ARTICLE I NAME

The name of the corporation shall be:

Carib Media Group, Inc.

ARTICLE II PRINCIPAL OFFICE

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

1124 98th Street
Bay Harbour Island, FL 33154

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

The maximum number of shares that this corporation is authorized to have outstanding at any time is SEVEN THOUSAND FIVE HUNDRED (7,500) of common stock, each share having the par value of ONE DOLLAR (\$1.00).

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Hayden James
1124 98th Street
Bay Harbour Island, FL 33154

ARTICLE V INCORPORATORS(S)
See instructions for officers/directors

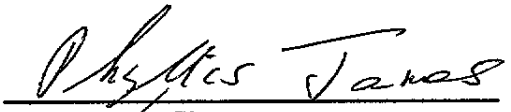
The names(s) and street address of the incorporators is (are):

President	Vice President
Phyllis James	Hayden James
1124 98th Street	1124 98th Street
Bay Harbour Island, FL 33154	Bay Harbour Island, FL 33154


The undersigned incorporator(s) has (have) executed these articles of incorporation this

21st day of November, 2000.

(An additional article must be added if an effective date is requested.)



Signature



Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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

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PURSUANT TO THE PROVISIONS OF 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.

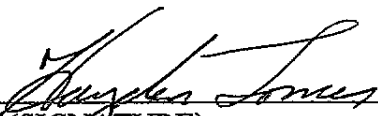
1. The name of corporation is:

Carib Media Group, Inc.

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

Hayden James
1124 98th Street
Bay Harbour Island, FL 33154

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 obligations of my position as registered agent.


(SIGNATURE)


(DATE)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314