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From:

Account Name : FOLEY & LARDNER OF TAMPA
Account Number : 071344001620
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FLORIDA PROFIT CORPORATION OR P.A.

Catch 9 Communications, Inc.

Certificate of Status	0
Certified Copy	1
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CATCH 9 COMMUNICATIONS, INC.

ARTICLES OF INCORPORATION

THE UNDERSIGNED, acting as the sole incorporator of Catch 9 Communications, Inc. ("Corporation") under the Florida Business Corporation Act hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the Corporation is: **Catch 9 Communications, Inc.**

ARTICLE II

Capital Stock

The total number of shares of capital stock that the Corporation shall have the authority to issue shall be 25,000,000 shares, of which 20,000,000 shares shall be common stock having a par value of \$.001 per share and 5,000,000 shares of preferred stock having a par value of \$.001 per share. Pursuant to Section 607.0602 of the Florida Business Corporation Act, the Board of Directors is authorized, without the approval of the shareholders of the Corporation, to (a) provide for the classification and reclassification of any unissued shares of common stock or preferred stock and determine the preferences, limitations, and relative rights thereof and (b) issue common stock or preferred stock in one or more classes or series, all within the limitations set forth in Section 607.0601 of the Florida Business Corporation Act.

ARTICLE III

Principal Office

The address of the principal office of the Corporation is 100 North Tampa Street, Tampa, Florida 33602. The location of the principal office shall be subject to changes as may be provided in bylaws duly adopted by the Corporation.

ARTICLE IV

Initial Registered Office and Agent

The address of the initial registered office of the Corporation is 100 N. Tampa St., Suite 2700, and the initial registered agent at such address is Steven Vazquez.

ARTICLE V

Incorporator

The name and address of the sole Incorporator of the Corporation is as follows:

Steven W. Vazquez, Esquire
Florida Bar # 0003042
Roley & Lardner
100 N. Tampa Street, Suite 2700
Tampa, Florida 33602
Phone: (813) 229-2300

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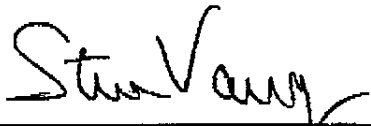
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Steven Vazquez
100 N. Tampa St., Suite 2700
Tampa, Florida 33602

IN WITNESS WHEREOF, these Articles of Incorporation have been signed
by the undersigned Incorporator as of the 7th day of December, 2000.



Steven Vazquez, Incorporator

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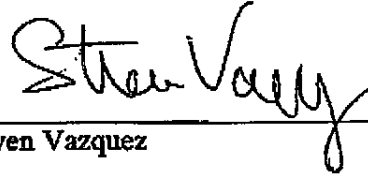
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**ACCEPTANCE OF APPOINTMENT BY INITIAL
REGISTERED AGENT**

THE UNDERSIGNED, having been named in Article V of the foregoing Articles of Incorporation as the initial registered agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as the registered agent of Catch 9 Communications, Inc.

DATED: December 7, 2000.



Steven Vazquez

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