TRANSMITTAL LETTER

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

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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

2 \$87.50

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& Certified Copy

Certified Copy

& Certificate of

Status

ADDITIONAL COPY REQUIRED

11935 SW 15 Street

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

ARTICLES OF INCORPORATION OF



URBAN AMERICA NEWSPAPER, Inc.

The undersigned subscribers to the Articles of incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is Urban America Newspaper, Inc.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any and all lawful activities permitted under the laws of the State of Florida.

ARTICLE III - CAPITOL STOCK

The aggregate number of shares that this corporation is authorized to have outstanding at any one time is 100 shares of common stock at no par value.

ARTICLE IV - TERMS OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V - ADDRESS

The initial address for the corporation is 11935 SW 15 Street, Pembroke Pines, Florida 33025.

ARTICLE V I - DIRECTORS

The corporation shall have four (4) Director(s) initially. The number of Directors may be increased or decreased as prescribed by the By-Laws adopted by the Stockholders.

ARTICLE VII - INITIAL DIRECTORS

The name and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and qualified is as follow:

Charles J. Michael

11935 SW 15 Street

Pembroke Pines, FL 33025

LaToya Michael

11935 SW 15 Street

Pembroke Pines, FL 33025

Tony Ugalde

4055 SW 103 Avenue

Miami, FL 33165

Jose Ugalde

4055 SW 103 Avenue Miami, FL 33165



ARTICLE VIII - SUBSCRIBERS

The name and post office addresses of each subscriber to these Articles Of Incorporation G_{rij}^{rij} is (are):

Charles J. Michael

11935 SW 15 Street Pembroke Pines, Fl 33025

IN WITNESS WHEREOF the undersigned subcriber(s) has (have) executed these Articles Of Incorporation this 14 day of February, 2001.

Charles J. Michael

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING PERSON UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 607.034 of Florida Statues, the following is submitted in compliance with said Act:

Urban America Newspaper, Inc. desiring to organize under the laws of the State of Florida, has named Charles J. Michael whose address is 11935 SW 15 Street, Pembroke Pines, Florida 33025 as Registered Agent to accept service of process within the State.

AKNOWLEDGEMENT:

Having been named as Registered Agent and to accept service of process for the above named corporation at the place designated in this certificate, I hereby accept the appointment 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 obligations of my position as Registered Agent. IN WITNESS WHEREOF, I have hereunto set my hand and seal this 14 day of Febuary, 2001, at Pembroke Pines, Broward County, Florida.

Charles Michael Registered Agent