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GLOBAL MUSIC NETWORK

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CLERK OF THE  
COURT, FLORIDA

April 13, 2001

Florida Department of State  
Tammi Cline  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

800004011578--6  
-04/17/01--01004--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Tammi:

Please file the Articles of Incorporation for CityView TV. Enclosed is our check in the amount of \$78.75, this includes the charge for a certified copy.

Sincerely,

A handwritten signature in cursive script that reads "Sam".

Sam Winer  
President  
Global Music Network, Inc.

5770 Roosevelt Blvd., Suite 720, Clearwater, FL 33760  
(727) 533-8300 phone (727) 531-1303

D. BROWN APR 18 2001

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CLERK, CLAY COUNTY  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**CITYVIEW TV, INC.**

The undersigned for the purpose of forming a corporation under the Florida Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I - Name and Address**

The name of this corporation is CITYVIEW TV, INC. The address of the corporation is 5770 ROOSEVELT BLVD. SUITE 720, CLEARWATER, FL 33760. The address of the of the corporation's principal office is 5770 ROOSEVELT BLVD., SUITE 720, CLEARWATER, FL 33760.

**ARTICLE II - Duration**

This corporation shall have perpetual existence.

**ARTICLE III - Purposes**

This corporation is organized for the purpose of transaction any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

#### **ARTICLE IV - Capital Stock**

This corporation is authorized to issue 100,000 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be \$0.001.

#### **ARTICLE V - Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 5770 Roosevelt Blvd., Suite 720, Clearwater, FL 33760, and the name of the initial registered agent of this corporation at that address is Samuel L. Winer.

#### **ARTICLE VI - Initial Board of Directors**

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this corporation is:

Samuel L. Winer  
5770 Roosevelt Blvd  
Suite 720  
Clearwater, FL 33760

Ed Berkhof  
Oakview Business Center  
1 Hollywood Blvd. #221  
Hollywood, FL 33020

**ARTICLE VII - Officers**

Name	Title	Address
Samuel L. Winer	President/ Secretary	5770 Roosevelt Blvd, Ste. 720 Clearwater, FL 33760
Ed Berkhof	Vice-President/	Oakview Business Center 1 Hollywood Blvd. #221 Hollywood, FL 33020

**ARTICLE VIII - Incorporator**

The name and address of the person signing these Articles is:

Name	Address
Samuel L. Winer	5770 Roosevelt Blvd, Ste. 720 Clearwater, FL 33760

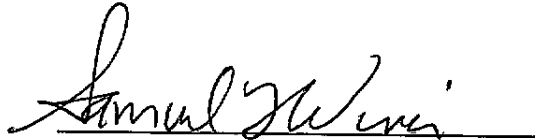
**ARTICLE IX - Indemnification**

The corporation shall indemnify any officer or director, or any former office or director to the full extent permitted by law.

**ARTICLE X - Amendment**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13 day of April, 2001.

A handwritten signature in cursive script, reading "Samuel L. Winer", written over a horizontal line.

Samuel L. Winer

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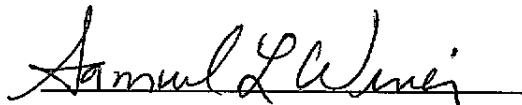
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET  
ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA**

Pursuant to Fla. State §48.091, CityView TV, Inc., desiring to organize under the laws of the State of Florida, hereby designates SAMUEL L. WINER, located at 5770 Roosevelt Blvd. Suite 720, Clearwater, FL 33760, as its registered agent to accept service of process within the State of Florida.

**ACCEPTANCE OF DESIGNATION**

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. State §48.091 (2) relative to maintaining an office for the service of process.



Samuel L. Winer