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Division of Corporations

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Division of Corporations

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 MAY 17 PM 1:11**FLORIDA PROFIT CORPORATION OR P.A.****HOME IMPROVEMENT CHANNEL CORPORATION**

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**ARTICLES OF INCORPORATION
OF
HOME IMPROVEMENT CHANNEL CORPORATION**

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ARTICLE I - NAME

The name of this corporation is: HOME IMPROVEMENT CHANNEL CORPORATION.

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business of the corporation is: 101 Wymore Road, Suite 538, Altamonte Springs, Florida 32714. The initial mailing address of the corporation is: 101 Wymore Road, Suite 538, Altamonte Springs, Florida 32714.

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 2,000,000 shares of common stock having a par value of \$.0001 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is: 101 Wymore Road, Suite 538, Altamonte Springs, Florida 32714 and the initial registered agent of the corporation at that address is: Michael J. Gerrity.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is as follows:

Name

Address

Michael J. Gerrity

101 Wymore Road
Suite 538
Altamonte Springs, Florida 32714

ARTICLE VI - INDEMNIFICATION

The corporation shall, to the fullest extent permitted by the laws of Florida, including, but not limited to Section 607.0850 of the Florida Business Corporation Act, as the same may be amended and supplemented from time to time, indemnify any and all directors and officers of the corporation.

ARTICLE VII - BYLAWS

The power to adopt, amend or repeal the bylaws of this Corporation, or any provision thereof, shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is

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not subject to amendment or repeal by the Board of Directors.

ARTICLE VIII - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this 17th day of May, 2001.


Michael J. Gerrity

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**FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted:

That **HOME IMPROVEMENT CHANNEL CORPORATION**, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at: 101 Wymore Road, Suite 538, Altamonte Springs, Florida 32714 has named Michael J. Gerrity as its agent to accept service within this state

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Business Corporation Act, relative to the proper and complete performance of my duties as registered agent.

Date: May 17th, 2001.



Michael J. Gerrity
Registered Agent

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