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LAW OFFICES
RICHARDS, GILKEY, FITE, SLAUGHTER, PRATESI & WARD, P.A.
RICHARDS BUILDING
1253 PARK STREET
CLEARWATER, FLORIDA 33756

RALPH RICHARDS (1893-1980)
JOHN D. FITE (1933-2000)
JOHN E. SLAUGHTER, JR.
EMIL G. PRATESI
R. CARLTON WARD
CYNTHIA I. RICE
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OF COUNSEL
WILLIAM W. GILKEY
WILLIAM M. MACKENZIE
PATRICK W. RINARD

September 12, 2001

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

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-09/17/01--01070--007
*****78.75 *****78.75

RE: Articles of Incorporation
SEPCTRUM MULTIMEDIA, INC.

Gentlemen:

We enclose herewith for filing in your office the original Articles of Incorporation and designation of Registered Agent for the above noted corporation

We also enclose herewith a check, payable to your order, the amount of \$78.75 to cover the following:

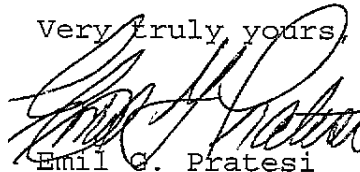
File Fee	\$	35.00
Registered Agent Fee		35.00
Certified Copy of Articles		8.75
	\$	78.75

01 SEP 17 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

We shall appreciate your forwarding the certified copy of the Articles to the undersigned at the address shown above.

Very truly yours,


Emil G. Pratesi

EGP/alw
Enclosures
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P3 9/19/01

ARTICLES OF INCORPORATION
OF
SPECTRUM MULTIMEDIA, INC.

01 SEP 17 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I.

NAME

The name of this corporation shall be SPECTRUM
MULTIMEDIA, INC.

II.

PURPOSE

This corporation is organized to engage in any activity
of business permitted under the laws of the United States or
of this State.

III.

TERM OF EXISTENCE

This corporation shall begin existence as of the date of
filing and shall exist perpetually.

IV.

CAPITAL STOCK

This corporation is authorized to issue seven thousand
five hundred (7,500) shares of \$1.00 par value.

V.

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new
stock of this corporation of the same kind, class or series as
that which he already holds, shall have the right to purchase
his pro rata share thereof (as nearly as may be done without
issuance of fractional shares) at the price at which it is
offered to others.

VI.

MAILING ADDRESS

The mailing address of the corporation is 1574 Chateaux
De Ville Court, Clearwater, Florida 33764.

VII.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of

this corporation is 1574 Chateaux De Ville Court, Clearwater, Florida 33764, and the name of the initial registered agent of this corporation at that address is FRANCESCO LECOCHÉ.

VIII.

INCORPORATORS

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

FRANCESCO LECOCHÉ 1574 Chateaux DeVille Court
Clearwater, Florida 33764

IX.

INDEMNIFICATION

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

X.

AMENDMENT

The 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 subscriber has executed this Articles of Incorporation this ____ day of _____, 2001.


FRANCESCO LECOCHÉ

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

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First--That SPECTRUM MULTIMEDIA, INC., desiring to
organize under the laws of the State of Florida with its
principal office, as indicated in the articles of
incorporation at City of Clearwater, County of Pinellas, State
of Florida, has named FRANCESCO LECOCHÉ located at 1574
Chateaux De Ville Court, Clearwater, Florida 33764, City of
Clearwater, County of Pinellas, State of Florida, as its agent
to accept service of process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the
above stated corporation, at place designated in this
certificate, I hereby accept to act in this capacity, and
agree to comply with the provision of said Act relative to
keeping open said office.

By:


FRANCESCO LECOCHÉ
(REGISTERED AGENT)

FILED
01 SEP 17 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA