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Florida Department of State
Division of Corporations
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To:

Division of Corporations
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From:

Account Name : CAPITAL CONNECTION, INC.
Account Number : I20000000257
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FAXED

FLORIDA PROFIT CORPORATION OR P.A.

OCEAN MEDIA STUDIOS INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 26, 2001

CAPITAL CONNECTION, INC.

SUBJECT: OCEAN MEDIA STUDIOS INC.
REF: W01000024872

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list the corporation's principal office and/or a mailing address in the document.

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Division of Corporations - P.O. BOX 6827 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION
of
OCEAN MEDIA STUDIOS INC.

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit) as follows:

ARTICLE I

The name of the corporation is: Ocean Media Studios Inc.

ARTICLE II

The address of the registered office of the corporation in the State of Florida is located at: this is the principal address.

10800 Biscayne Blvd. Suite 350 Miami, Florida 33161

ARTICLE III

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE IV

The total number of shares of stock, which the corporation is authorized to issue, is 100,000,000, of which 90,000,000 shares shall be Common Stock, par value \$.001, per share (the "Common Stock") and 10,000,000 shares shall be Preferred Stock, par value \$.001, issuable in one or more classes or series (the "Preferred Stock"). All or any part of the Common Stock and Preferred Stock may be issued by the corporation from time to time and for such consideration as the Board of Directors may determine. All of such shares, if and when issued, and upon receipt of such consideration by the corporation, shall be fully paid and non-assessable.

ARTICLE V

A director of the corporation shall not be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director of this corporation to the fullest extent of the laws of Florida.

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ARTICLE VI

The name and address of the initial director and officer of the corporation is:

Russell B. Adler President/Director 10800 Biscayne Blvd.
Suite 350
Miami, Florida 333161

ARTICLE VII

The Name and address of the incorporator is:

Russell B. Adler, 10800 Biscayne Blvd. Suite 350 Miami, Florida 33161.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Signature/Registered Agent

10/25/01
Date

RUSSELL B. ADLER
type or print



Signature/Incorporator

RUSSELL B. ADLER
type or print

10/25/01
Date

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