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Member of the Florida  
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October 25, 2001

Florida Dept. Of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

400004657224--0  
-10/29/01--01061--014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: American Para Advertising, Inc.

Dear Sir/Madam:

Enclosed please find for filing Articles of Incorporation for the referenced corporation. Please return a certified copy to my office after filing.

My check in the amount of \$ 78.75 payable to the Florida Secretary of State is enclosed.  
Thank you for your consideration and assistance.

Sincerely,

Michael W. Kirshon

Enc.

FILED  
01 OCT 29 PM 1:28  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399

10-30-01  
WCC

**ARTICLES OF INCORPORATION  
OF  
AMERICAN PARA ADVERTISING, INC.**

The undersigned incorporator, for the purpose of forming a corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE 1.**

**Name**

The name of the corporation is:

AMERICAN PARA ADVERTISING, INC.

**ARTICLE 2.**

**Existence**

The corporation's existence shall commence on November 1, 2001.

**ARTICLE 3.**

**Purpose**

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Florida Business Corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof (collectively, the "Act").

**ARTICLE 4.**

**Authorized Capital**

The corporation is authorized to issue 1,000 shares of common stock, with a par value of \$1.00 per share.

THIS INSTRUMENT PREPARED BY:  
Michael W. Kirshon, Esq.  
Florida Bar No. 291978  
2500 No. Military Trail  
Suite 235  
Boca Raton, Florida 33431

FILED  
01 OCT 29 PM 1:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE 5.**

### **Address**

The address of the principal office of the corporation is 5800 Lakeside Drive, #1106, Margate, FL 33063, and its mailing address is 5800 Lakeside Drive, #1106, Margate, FL 33063.

## **ARTICLE 6.**

### **Registered Office and Agent**

The street address of the corporation's initial registered office is 5800 Lakeside Drive, #1106, Margate, FL 33063. The name of the initial registered agent at such office is Jason E. Kirshon.

## **ARTICLE 7.**

### **Indemnification**

To the fullest extent authorized or permitted by the Act, the corporation shall indemnify, and advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he or she is or was a director or officer of the corporation or is or was serving at the request of the corporation as a director or officer of another corporation. Unless otherwise expressly prohibited by the Act, and except as otherwise provided in the foregoing sentence, the Board of Directors of the corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact that he or she is or was an employee or agent of the corporation, or is or was serving at the request of the corporation as an employee or agent of another corporation, partnership, joint venture, trust or other enterprise. Except for any person who is or was a director or officer of the corporation, or any person who is or was serving at the request of the corporation as a director or officer of another corporation, no employee or agent of the corporation may apply to any court for indemnification, or advancement of expenses, by the corporation.

## **ARTICLE 8.**

### **Incorporator**

The name and address of the incorporator of the corporation is Jason E. Kirshon, 5800 Lakeside Drive, #1106, Margate, FL 33063.

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on October , 2001.

Jason E. Kirshon  
Jason E. Kirshon

**ACCEPTANCE OF APPOINTMENT**

**AS**

**REGISTERED AGENT**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with, and accept, the obligations set forth in Sections 48.091(2) and 607.0505 of the Florida Statutes.

Jason E. Kirshon  
Jason E. Kirshon