

FD-1000108780

Charter Number

VERIFICATION ONLY

Requestor's Name  
David Buck  
Address  
2900 E. Oakland Park Blvd.  
Ft Lauderdale, FL 33306  
City State ZIP Phone  
3303E

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

CORPORATION(S) NAME

KG Media, Inc.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION OF:

KG MEDIA, INC.

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

WITNESSETH;

ARTICLE I  
Name

The name of the Corporation is: KG MEDIA, INC.

The Principal Office is: 6703 Bayfront Drive  
Margate, FL 33063

ARTICLE II  
Duration

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE III  
Purposes

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV  
Capital Stock

This Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V  
Quorum for Stockholders Meetings

Unless otherwise provided for in the Corporation's Bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

ARTICLE VI  
Initial Registered Office and Registered Agent

The street address of the initial registered office of this Corporation is: 6703 Bayfront Drive  
Margate, FL 33063

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ARTICLE VII  
Initial Board of Directors

This Corporation shall have One Director. The number of directors may be either increased or diminished from time to time in the manner provided in the Bylaws, but shall never be less than one. The name and address of the Director of the Corporation is as follows:

Kenneth Grossman  
6703 Bayfront Drive  
Margate, FL 33063

ARTICLE VIII  
Incorporators

The name and address of the Corporation's incorporator is:

Kenneth Grossman  
6703 Bayfront Drive  
Margate, FL 33063

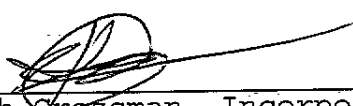
ARTICLE IX  
Indemnification

The Corporation shall indemnify its officers, directors, and authorized agents for all liabilities incurred directly, indirectly or incidentally for services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE X  
Limitation of Shareholder Suits

Shareholders shall not have a cause of action against the Company's Officers, Directors or agents as a result of any action taken, or as a result of their failure to take any action, unless deprivation of such right is deemed a nullity because, in the specific case, deprivation of a right of action would be impermissibly in conflict with the public policy of the State of Florida. The fact that this Article shall be inapplicable in certain circumstances shall not render it inapplicable in any other circumstances and the Courts of the State of Florida are hereby granted the specific authority to restructure this Article, on a case by case basis or generally, as required to most fully give legal effect to its intent.

IN WITNESS WHERE, I have subscribed my name this 8TH day of NOVEMBER, 2001.


  
Kenneth Grossman, Incorporator

CERTIFICATE DESIGNATING REGISTERED AGENT

In compliance with Section 48.091 Florida Statutes the following is submitted:

That, KG MEDIA, INC. desires to organize under the laws of the State of Florida has named: **Kenneth Grossman**  
6703 Bayfront Drive  
Margate, FL 33063

as its agent to accept service of process within the State of Florida.

  
Kenneth Grossman

**Kenneth Grossman**  
Registered Agent

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