

P.OI 000016174

November 20, 2001

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Prediction Media.Com, Inc.

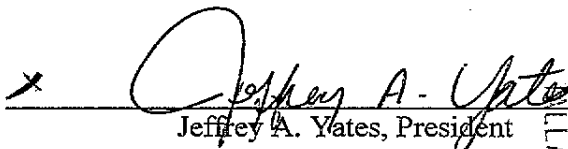
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*****70.00 *****70.00

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$70.00.

This represents the cost of the Filing Fees and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.


Jeffrey A. Yates, President

Prediction Media.Com, Inc

FILED
01 DEC -6 PM 12:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

MAILING ADDRESS OF CORPORATION		
6101 Sanctuary Garden Blvd		
Port Orange, FL 32128		
PHONE		
(386)	767-0046	
Area Code	Number	Ext.

D. WHITE DEC - 7 2001

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ARTICLES OF INCORPORATION
of

Prediction Media.Com, Inc.
(name of corporation)

FILED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Prediction Media.Com, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1000 shares of common stock, par value \$ 1 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS			
6101 Sanctuary Garden Blvd			
CITY	Port Orange	FLORIDA	ZIP 32128

Mailing address, if different

STREET ADDRESS			
Same			
CITY		FLORIDA	ZIP

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	Jeffrey A. Yates		
ADDRESS	6101 Sanctuary Garden Blvd		
CITY	Port Orange	FLORIDA	ZIP 32128

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Jeffrey A. Yates		
ADDRESS	6101 Sanctuary Garden Blvd		
CITY	Port Orange	STATE	Florida ZIP 32128
NAME	Tim Angus		
ADDRESS	6101 Sanctuary Garden Blvd		
CITY	Port Orange	STATE	Florida ZIP 32128
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VIII - INCORPORATORS

The names and address of the incorporators signing these Articles of Incorporation are as follows:

NAME	Jeffrey A. Yates		
ADDRESS	6101 Sanctuary Garden Blvd		
CITY	Port Orange	STATE	Florida ZIP 32128
NAME	Tim Angus		
ADDRESS	6101 Sanctuary Garden Blvd		
CITY	Port Orange	STATE	Florida ZIP 32128
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 20th day of November, 2001

x Jeffrey A. Yates (Signature)
Tim Angus (Signature)
____ (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED

01 DEC -6 PM 12: 15

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Prediction Media.Com, Inc.

Pursuant of Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 6101 Sanctuary Garden Blvd

Port Orange, FL 32128

has named Jeffrey A. Yates

located at the aforesaid address, as its registered agent to accept service of process within this state.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

x

Jeffrey A. Yates
(Signature)

November 20, 2001

(Date)