TRANSMITTAL LETTER

1000121486

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

SUBJECT:

200004738462--1 -12/26/01--01041--007 *****78.75 *****78.75

SUBJECT:	Gravity Television, Inc.		
Enclosed are an orig	(PROPOSED CORPORATE NAME		_
□ \$70.00 Filing Fee	区 \$78.75 Filing Fee & Certificate of Status	□ \$78.75 Filing Fee & Certified Copy	□ \$87.50 Filing Fee, Certified Copy & Certificate of Status
	į	ADDITIONAL COPY REQUIRED	
FROM:	Gravity Television, Inc.		

NOTE: Please provide the original and one copy of the articles.

Daytime Telephone Number

Name (Printed or typed)

Ft. Lauderdale, FL - 33305 City, State & Zip

<u>(954) 739-6077</u>

2500 N. Federal Hwy, - Suite 303 Addres

ARTICLES OF INCORPORATION

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

The name of the corporation shall be:

Gravity Television, Inc.

ARTILE II <u>PRINCIPAL OFFICE</u>

The principal place of business/mailing address is:

2500 N. Federal Hwy., #303 Ft. Lauderdale, FL 33305

ARTICLE III **PURPOSE**

The purpose for which the corporation is organized is:

General Business

ARTICLE IV

The number of shares of stock is:

One Hundred

INITIAL OFFICERS/DIRECTORS (optional)

The name(s), address(es) and title(s):

Steven F. Gagnon

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

Greenspoon Marder Hirschfeld Rafkin Ross & Berger Trade Center South, Suite 700 100 West Cypress Creek Road Ft. Lauderdale, FL 33309 ATTN: Greg Nordt

ARTICLE VII INCORPORATOR

The name and address of the incorporator is:

Entertainment Holdings, Inc. 2500 N. Federal Hwy, #303 Ft. Lauderdale, FL 33305

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.

ire/Registered Agent