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TRANSMITTAL LETTER

FILED

02 FEB 15 PM 1:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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-02/05/02--01049--006
*****78.75 *****78.75

SUBJECT: Velocity Media Services, Inc.
(Proposed corporate name – must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

 \$70.00
Filing Fee

 \$78.75
Filing Fee &
Certificate

 X \$78.75
Filing Fee &
Certified Copy

 \$131.25
Filing Fee,
Certified Copy &
Certificate

FROM:

Chuck Clark
901 SW Martin Downs Blvd.
Palm City, FL 34990
561-283-7364

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

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Velocity Media Services, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

901 SW Martin Downs Blvd.
Palm City, FL 34990

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Chuck Clark
901 SW Martin Downs Blvd.
Palm City, FL 34990

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):


Andrew Parker Wise
3252 NE Skyline Drive
Jensen Beach, FL 34994

Wynsum Wolf Hatton
3252 NE Skyline Drive
Jensen Beach, FL 34994

Louis Martin Jr.
2815 SE Tate Ave
Port St. Lucie, FL 34984

Chuck Clark
901 SW Martin Downs Blvd.
Palm City, FL 34990

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this January 8, 2002.



Signature



Signature



Signature



Signature

**CERTIFICATE OF DESIGNATION OF
REGISTERD AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

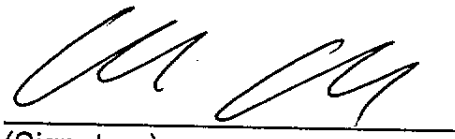
1. The Name of the corporation is:
Velocity Media Services, Inc.
2. The Name and address of the registered agent and office is:

Chuck Clark

901 SW Martin Downs Blvd.
Palm City, FL 34990

561-283-7364

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.


(Signature)

(Date)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA