# Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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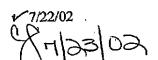
Account Name : PAUL SMITH Account Number: I20010000247 : (305)673-0347 Fax Number

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# FLORIDA PROFIT CORPORATION OR P.A.

IN CONTROL MEDIA SYSTEMS, INC.

Certificate of Status	0
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### ARTICLES OF INCORPORATION

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

#### ARTICLE ! NAME

The name of the corporation shall be: IN CONTROL MEDIA SYSTEMS, INC.

#### PRINCIPAL OFFICE ARTICLE II

The principal place of business/mailing address is : 2458 36TH AVE. NORTH ST. PETERSBURG, FL 33713

#### ARTICLE III PURPOSE

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the State of Florida.

#### ARTICLE IV SHARES

The number of shares of stock is: 1500 COMMON SHARES PAR VALUE \$.10

## ARTICLE V INITIAL OFFICERS / DIRECTORS (optional)

The name(s), address(es), and fitle(s) of the directors and officers is: Director, President: JAMES DAVIS 2458 36TH AVE. NORTH

ST. PETERSBURG, FL 33713

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#### ARTICLE VI REGISTERED AGENT

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

JAMES DAVIS 2458 36TH AVE. NORTH ST. PETERSBURG, FL 33713

### ARTICLE VII INCORPORATOR

The name and Florida street address of the incorporator is:

JAMES DAVIS

2458 36TH AVE. NORTH

ST. PETERSBURG, FL 33713

#### ARTICLE VIII

No director or officer of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, provided, however, that the foregoing clause shall not apply to any fisability of a director or officer() for any treach of the director's or officer's duty of layely to the corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (iii) for any transaction from which the director of fine derived an improper personal benefit. Nothing contained in these Articles of incorporation shall limit or proclude the exercise of any right relating to indemnification or advancement of attorney's fees and expanses to any person who is or was an officer or director of the Corporation.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this conflicate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature / Registered Agent

<u>IJ &</u>

7/22/02

Signature/Incorporator

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