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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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STEVEN K. BAIRD, P.A.

ATTORNEY AT LAW

6301 Biscayne Boulevard

Suite 208

Miami, Florida 33138

phone (305) 757-6755

fax (305) 757-6756

e-mail skbaird@compuserve.com

November 1, 2002

Via FedEx

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

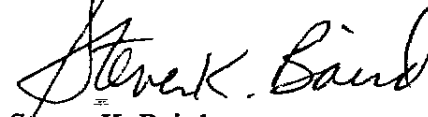
Re: MacKay Media, Inc.

Ladies and Gentlemen:

Enclosed is an original and one copy of the articles of incorporation for MacKay Media, Inc. Also enclosed is our check in the amount of \$78.75 for the filing fees for incorporation and for the registered agent designation, as well as for a certified copy of the articles of incorporation.

Please send the certified copy of the articles to the undersigned at the address above.

Very truly yours,



Steven K. Baird

SKB:mjc
encl.
cc: Douglas MacKay

ARTICLES OF INCORPORATION
OF
MacKay Media, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation shall be MacKay Media, Inc.

ARTICLE II
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 1115 Meridian Avenue, Suite 4, Miami Beach, Florida 33139.

ARTICLE III
SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock.

ARTICLE IV
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Steven K. Baird, Esq.
6301 Biscayne Boulevard, Suite 208
Miami, Florida 33138

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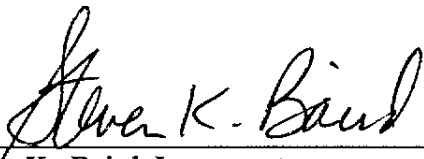
**ARTICLE V
INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation are:

Steven K. Baird, Esq.
6301 Biscayne Boulevard, Suite 208
Miami, Florida 33138

**ARTICLE VI
INITIAL DIRECTORS AND OFFICERS**

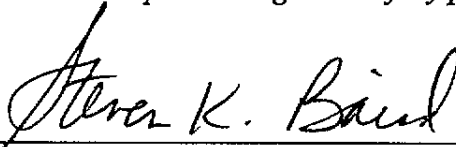
Initially the Corporation shall have one director, who shall be Douglas MacKay, who shall serve until his successor(s) have been duly elected pursuant to the bylaws of the Corporation. The initial president, secretary, and treasurer of the Corporation shall be Douglas MacKay, who shall serve until his successor(s) have been duly elected pursuant to the bylaws of the corporation.



Steven K. Baird, Incorporator

ACCEPTANCE OF REGISTERED AGENT

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.



Steven K. Baird, Registered Agent
November 1, 2002

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