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To: Division of Corporations
Fax Number : (850)205-0381

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

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TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

BRAINSTORM MEDIA, CORP.

Certificate of Status	0
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ARTICLE OF INCORPORATION
OF
BRAINSTORM MEDIA CORP.

CLERK OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I NAME.

The Name of the Corporation shall be:

BRAINSTORM MEDIA CORP.

The principal place of business of this corporation shall be:

BRAINSTORM MEDIA CORP.
13705 SW 90th AVENUE # 205
Miami - Florida 33176

ARTICLE II NATURE OF BUSINESS.

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, The State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK.

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

One Thousand shall of common stock at one dollar par value.

ARTICLE IV TERM OF EXISTENCE.

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name (s) and street address (es) of the initial officer (s) and director (s), if any, who shall hold office the first year of the corporation's existence or until their successor (s) is (are) elected, is (are):

President:

HELBERTH ARIZA
13705 SW 90th AVENUE # 205
Miami - Florida 33176


ARTICLE VI INCORPORATOR (S)

The name (s) and street address (e s) of the incorporator (s) to this articles of incorporation is (are):

HELBERTH ARIZA
13705 SW 90th AVENUE # 205
Miami - Florida 33176

IN WITNESS WHEREOF, The undersigned incorporator (s) has (have) executed these Articles of incorporation this October 17, 2002 .

Signature (s) of incorporator (s)



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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE.

STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under The laws of the State of Florida, submit 's the following statement in designating the registered office/registered agent, in the State of Florida

1. The name of the corporation:

BRAINSTORM MEDIA CORP.

2. The name and address of the registered agent and office is:

HELBERTH ARIZA
13705 SW 90th AVENUE # 205
Miami - Florida 33176

SIGNATURE 

TITLE: PRESIDENT

DATE: 12/16/2002

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

DATE 12-16-2002