Electronic Articles of Incorporation For

P03000052436 FILED May 12, 2003 Sec. Of State

BROOKES MEDIA GROUP, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

BROOKES MEDIA GROUP, INC.

Article II

The principal place of business address:

2346 WINKLER AVE. G-202 FORT MYERS, FL. US 33901

The mailing address of the corporation is:

2346 WINKLER AVE. G-202 FORT MYERS, FL. US 33901

Article III

The purpose for which this corporation is organized is:

THE PURPOSE OF THE CORPORATION SHALL INCLUDE PUBLISHING, MEDIA AND PERIODICALS INCLUDING BUT NOT LIMITED TO NEWSLETTERS, BROCHURES, FLYERS, GRAPHICS, PROMOTIONAL MATERIAL AND SIMILAR TYPES OF WORK.

Article IV

The number of shares the corporation is authorized to issue is: 1,000

Article V

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

JOHN A BROOKES 2346 WINKLER AVE G-202 FORT MYERS, FL. 33901 I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JOHN A. BROOKES

Article VI

The name and address of the incorporator is:

R. M. STONE 13140 BURNINGTREE AVE FORT MYERS, FL 33919

Incorporator Signature: R. M. STONE

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P HANNAH F BROOKES 2346 WINKLER AVE, UNIT G-202 FORT MYERS, FL. 33901 US

Title: VP JOHN A BROOKES 2346 WINKLER AVE., UNIT G-202 FORT MYERS, FL. 33901 US

Title: S/T PAULA CORDERO 2346 WINKLER AVE., UNIT G-202 FORT MYERS, FL. 33901 US