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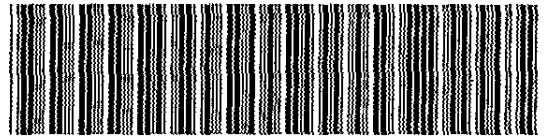
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**JASON E. PERLMAN, P.A.**  
**4040 SHERIDAN STREET**  
**HOLLYWOOD, FLORIDA 33021**  
**TEL. 954.961.3185**  
**FAX 954.961.3314**

Department Of State  
Division of Corporations  
Corporate filings  
PO BOX 6327  
Tallahassee, FL 32314

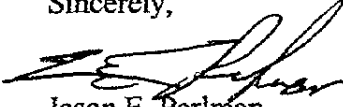
Re: Articles of Incorporation  
Cheeky Media, Corp.

Dear Sir/Madame:

Enclosed please find the Articles of Incorporation of Cheeky Media, Corp. Please file the document and return a certified copy to my office.

I have included check number 1011 in the amount of 78.75.

Sincerely,



Jason E. Perlman

**ARTICLES OF INCORPORATION  
OF  
CHEEKY MEDIA, CORP.  
A FLORIDA CORPORATION**

The undersigned, acting as Incorporator of a Florida corporation ("Corporation") under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

**ARTICLE I**

**NAME**

The name of the Corporation is Cheeky Media, Corp.

**ARTICLE II**

**ADDRESS**

The mailing address of the Corporation is 4040 Sheridan Street, Hollywood, FL 33021.

**ARTICLE III**

**COMMENCEMENT OF CORPORATE EXISTENCE**

The corporate existence shall begin on the date these Articles of Incorporation are filed with the Department of State.

**ARTICLE IV**

**PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

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**ARTICLE V**

**CAPITAL STOCK**

The Corporation is authorized to issue One Thousand (1,000) shares of Common Stock having a par value of 001/1000 Dollar (\$0.001) per share.

**ARTICLE VI**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 4040 Sheridan Street Hollywood, FL 33021, and the name of the initial Registered Agent of the Corporation at that address is Fraser Austin

**ARTICLE VII**

**INITIAL BOARD OF DIRECTORS**

The Corporation shall initially have two (2) directors to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
Fraser Austin	4040 Sheridan Street Hollywood, FL 33021
Falan Austin	4040 Sheridan Street Hollywood, FL 33021

**ARTICLE VIII**

**INCORPORATOR**

The name and address of the person signing these Articles are as follows:

<u>Name</u>	<u>Address</u>
Fraser Austin	4040 Sheridan Street Hollywood, FL 33021

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**ARTICLE IX**

**AMENDMENTS**

The power to amend these Articles of Incorporation in accordance with law is reserved to the directors.


IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 8 day of April, 2003.

  
 \_\_\_\_\_  
**FRASER AUSTIN, Incorporator**

**ACCEPTANCE OF DESIGNATION AS 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 as provided for in Chapter 608, Florida Statutes.

Dated: April 18, 2003

  
 \_\_\_\_\_  
**Fraser Austin**  
 Initial Registered Agent