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DIVISION OF CORPORATION

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EXPRESS CORPORATE FILING SERVICE INC.

Requestor's Name

1000 PONCE DE LEON BLVD. SUITE:101

Address

CORAL GABLES, FL 33134 (305) 444-4994

City/State/Zip

Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. SPIN MEDIA CORPORATION
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION
OF
SPIN MEDIA, CORPORATION

The Undersigned, acting as Incorporator of a corporation under the Florida general corporation act, adopts the following articles of incorporation:

ARTICLE I

The name and address of the corporation:

**SPIN MEDIA, CORPORATION
3351 TIMBERWOOD CIRCLE
NAPLES, FLORIDA 34105**

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State.

ARTICLE IV

The purpose(s) for which the corporation is organized is to engage in the transaction of any or all Lawful business for which the corporation may be incorporated under the Florida General Corporation Act.

ARTICLE V

The aggregate number of shares, which the corporation shall have authority to issue, is one thousand (1000) shares of capital stock at no par value.

ARTICLE VI

The number of directors constituting the initial Board of Directors of the corporation is one (1) and the name(s) and addresses of the person(s) who are to serve as director(s) until the first annual meeting of shareholders or until the successors are elected and qualified are:

P/S/D: ANA I. GONZALEZ 3351 TIMBERWOOD CIRCLE, NAPLES FL. 34105

ARTICLE VII

The shares of Capital Stock of this corporation shall be issued to the following person(s):

Name	Address	Shares
ANA I. GONZALEZ	3351 TIMBERWOOD CIRCLE, NAPLES, FL. 34105	100 %

ARTICLE VIII

The name and address of the incorporator and the address of the principal office is:

**ANA I. GONZALEZ
3351 TIMBERWOOD CIRCLE, NAPLES, FLORIDA 34105**

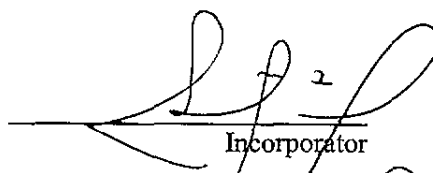
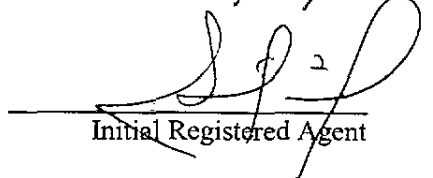
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ARTICLE IX

The name and address of the initial registered agent is:

ANA I. GONZALEZ
3351 TIMBERWOOD CIRCLE
NAPLES, FL. 34105

Dated: September 9-2003

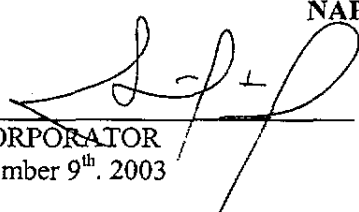

Incorporator

Initial Registered Agent

CERTIFICATE OF DESIGNATION- REGISTERED OFFICE

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

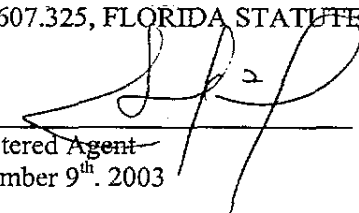
1. The name of the corporation is: **SPIN MEDIA, CORPORATION**
2. The name and address of the registered office is:

SPIN MEDIA, CORPORATION
3351 TIMBERWOOD CIRCLE
NAPLES, FL. 34105

Signature: 
Title: INCORPORATOR
Date: September 9th. 2003

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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 PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

Signature: 
Title: Registered Agent
Date: September 9th. 2003