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Division of Corporations

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From:  
Account Name : CUMMINGS & LOCKWOOD  
Account Number : 102336001100  
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## FLORIDA PROFIT CORPORATION OR P.A.

CHASE NEW MEDIA, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION**

**OF**

**CHASE NEW MEDIA, INC.**

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

CHASE NEW MEDIA, INC.

SECOND: The mailing address and the principal office address of the Corporation is:

20 Oakdale Avenue  
Millburn, New Jersey 07041

THIRD: The aggregate number of shares that the Corporation is authorized to issue is Ten Thousand (10,000) shares of common stock, and the par value of each such share shall be One Cent (\$.01). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

3001 Tamiami Trail N., 4th floor  
Naples, Florida 34103

and the name of the Corporation's initial registered agent at such address is:

CLASP INC.

FIFTH: The name and address of the sole incorporator of the Corporation is:

Howard M. Hujisa, Esq.  
Cummings & Lockwood LLC  
3001 Tamiami Trail N., 4th Floor  
Naples, Florida 34103

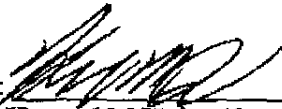
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SIXTH: The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The number of Directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the person to serve as the member of the Board of Directors of the Corporation until the first annual meeting of the Shareholders of the Corporation, or until his successor has been elected and qualify, are as follows:

Chase Rogers  
20 Oakdale Avenue  
Millburn, New Jersey 07041

NOW, THEREFORE, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the Florida Business Corporation Act has executed these Articles of Incorporation this 16th day of September, 2003.

By:   
Howard M Hujsa, Esq., Incorporator

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CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

1. The name of the corporation is: CHASE NEW MEDIA, INC.
2. The name and address of the registered agent and office is:

CLASP INC.  
3001 Tamiami Trail N., 4th Floor  
Naples, Florida 34103

*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.*

CLASP INC.,  
Registered Agent

By:

  
Howard M. Hujza, Vice President

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