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Account Name : C T CORPORATION SYSTEM

Account Number : FCA000000023 Phone : (850)222-1092 Fax Number : (850)222-9428

FLORIDA PROFIT CORPORATION OR P.A.

O2 Media Broadband Services Inc.

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SECRETARY OF STATE TALLAHASSEE FI ORIDA

ARTICLES OF INCORPORATION

OF

OZ MEDIA BROADBAND SERVICES INC.

ARTICLE I

NAME

The name of this Corporation is Q2 MEDIA BROADBAND SERVICES INC. (the "Corporation").

ARTICLE 2

PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation shall be c/o Taco De Vries, 500 Three Islands Blvd., Suite A503, Hallandale Beach, FL 33009.

ARTICLE 3

MAILING ADDRESS

The initial mailing address of this Corporation shall be c/o Taco De Vries, 500 Three Islands Blvd., Suite A503, Hallandale Beach, FL 33009.

ARTICLE 4

PURPOSES AND POWERS

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE 5

SHARES

The aggregate number of shares which this Corporation shall have authority to issue is Five Thousand (5,000) Common shares, having a par value of \$.001 per share, which Common shares, as a class, shall have unlimited voting rights and the holder(s) of such Common shares are entitled to receive the net assets of this Corporation upon dissolution.

ARTICLE 6

DITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation is 1200 South Pine Island Road, Plantation, FL 33324, and the name of the initial registered agent of this Corporation at that office is CT Corporation System.

ARTICLE 7

INCORPORATOR

The name and address of the Incorporator are Chautel M. Burns, One M&T Plaza, Suite 2000, Buffalo, New York 14203-2391.

The undersigned has executed these Articles of Incorporation this 30th day of September, 2003.

Chantel M. Burns, Incorporator

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SECRETARY OF STATE FALLAHASSEE FLORID!

CERTIFICATE OF

DESIGNATION OF REGISTERED AGENT

FOR

Q2 MEDIA BROADBAND SERVICES INC.

Having been appointed as Registered Agent to accept service of process for the above-stated Corporation, at the place designated in the Corporation's Articles of Incorporation, the undersigned hereby accepts the appointment as Registered Agent and hereby agrees to set in this capacity. Further, the undersigned agrees to comply with the provisions of all statutes relative to the proper and complete performance of all duties and the undersigned is familiar with and accepts the obligations of such position.

CT CORPORATION SYSTEM

Name: Kevin A. Selama Title: Asst. Secretary

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