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Division of Corporations

Fax Number : (850)205-0381

Account Name

: CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053

: (305) 672-0686

Fax Number

: (305)672-9110

### FLORIDA PROFIT CORPORATION OR P.A.

Media Solutions Consulting, Inc.

Certificate of Status	1
Certified Copy	0
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Corporate Filing

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#### ARTICLES OF INCORPORATION

#### Article I. Name

The name of this Florida corporation is: Media Solutions Consulting, Inc.

#### Article II. Address

The Corporation's mailing address is: Media Solutions Consulting, Inc. 400 71st Avenue St. Pete Beach FL 33706

#### Article III. Registered Agent

The name and address of the Corporation's registered agent is: Michal K. Smith 400 71st Avenue St. Pete Beach FL 33706

#### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is: Michal K. Smith

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc. 941 Fourth Street Miami Beach FL 33139 04 JAN 22 PM 12: 02

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#### Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

#### Article VI. Incorporator

The name and address of the incorporator is: Corporate Creations International Inc. 941 Fourth Street Miami Beach FL 33139

#### Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on January 22, 2004.

The undersigned incorporator executed these Articles of Incorporation on January 22, 2004.

CORPORATE CREATIONS INTERNATIONAL INC.

Franco E. Cammarata Vice President and Counsel

by D. Stoutt as attorney-in-fact

Corporate Creations International Inc. 941 Fourth Street Miami Beach FL 33139 (305) 672-0686

## CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

**CORPORATION:** 

Media Solutions Consulting, Inc.

REGISTERED AGENT/OFFICE:

Michal K. Smith 400 71st Avenue St. Pete Beach FL 33706 DIVISION OF CORPORATION

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

MICHAL K. SMITH

by D. Stoutt as attorney-in-fact

Date: January 22, 2004

Corporate Creations International Inc. 941 Fourth Street Miami Beach FL 33139 (305) 672-0686