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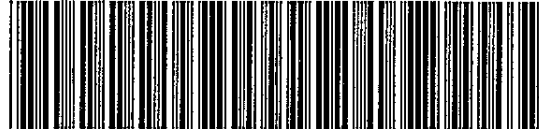
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D&A

ATTORNEYS AT LAW

DENT & ASSOCIATES, P.A.

P.O. Box 3259 • SARASOTA, FLORIDA 34230

JOHN C. DENT, JR.
SHERRI L. JOHNSON
JOE D. DINGESS
MICHELE SANTI

E-MAIL ADDRESS: JDENT@DENTASSOCIATES.COM

RICHARD A. MILLER
OF COUNSEL

January 20, 2004

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: TV Inception One, Inc.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation of TV Inception One, Inc. for filing, together with a copy for certifying.

Also, enclosed is a check in the amount of \$78.75, representing the filing fees - \$35.00, certified copy - \$8.75 and registered agent designation - \$35.00.

Please forward the Certificate of Incorporation, together with the certified copy of the Articles of Incorporation to the undersigned at your earliest convenience.

Very truly yours,

John C. Dent, Jr.

JCD:eb

Enclosures

NAK38-5714\Ltr Secretary of State.doc

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**ARTICLES OF INCORPORATION
OF
TV INCEPTION ONE, INC.**

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TALLAHASSEE FLORIDA

ARTICLE I. NAME.

The name of the corporation shall be

TV INCEPTION ONE, INC.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office of the corporation as well as the mailing address of the corporation is:

1515 Ringling Boulevard, Suite 600
Sarasota, Florida 34236

ARTICLE III. CAPITAL STOCK

The corporation is authorized to issue, in one class, 1000 shares of \$1.00 par value common stock, which shall be designated "Common Shares".

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office is 330 South Orange Avenue, Sarasota, Florida 34236 and the name of the corporation's initial registered agent at that address is John C. Dent, Jr.

ARTICLE V. INITIAL BOARD OF DIRECTORS

The name and street address of the corporation's initial directors are as follows:

NAME

ADDRESS

Denise Kleiner

1515 Ringling Boulevard, Suite 600
Sarasota, FL 34236

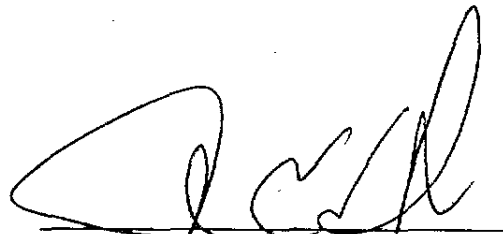
ARTICLE V. INCORPORATOR

The name and address of the incorporator is:

John C. Dent, Jr.
330 S. Orange Avenue
Sarasota, Florida 34236

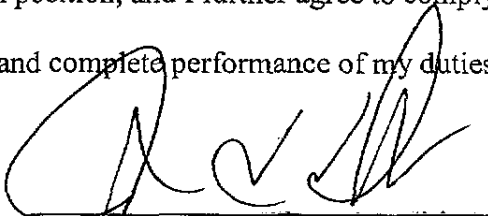
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Dated this 20th day of January, 2004.



John C. Dent, Jr., Incorporator

Having been designated and appointed to act as registered agent and to accept service of process for and on behalf of the above stated corporation, at the place designated in this certificate, I hereby state that I am familiar with and accept the obligations of registered agent for the corporation and accept the appointment to such position, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



JOHN C. DENT, JR.
Registered Agent

Dated: 1/20/2004