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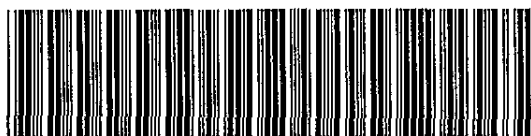
(Business Entity Name)

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FILED  
04 OCT 20 AM 8:40  
SECRETARY OF STATE  
TALLAHASSEE, FL 32302

TH 10/21/04

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: El Directorio Latino, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00      ☐ \$78.75  
Filing Fee      Filing Fee  
                    & Certificate of Status

☐ \$78.75      ☒ \$87.50  
Filing Fee      Filing Fee,  
& Certified Copy      Certified Copy  
                            & Certificate of  
                            Status

**ADDITIONAL COPY REQUIRED**

FROM: Eric Pintaluga  
Name (Printed or typed)

5124 Hollywood Boulevard  
Address

Hollywood, FL 33021  
City, State & Zip

954-889-0910  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

**Articles of Incorporation  
for  
El Directorio Latino, Inc.**

FILED  
04 OCT 20 AM 8:40  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS**

The name of this corporation is El Directorio Latino, Inc. and its principal place of business shall be located at 5124 Hollywood Blvd. Hollywood, FL 33021.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State of Florida.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business. More specifically, among other areas, El Directorio Latino, Inc. will provide advertisements periodicals to people at large. Generally, El Directorio Latino, Inc. will provide advertisement space and transact business for all lawful purposes.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue One Thousand ( 1000 ) shares of common stock at One Dollar (\$.10) par value, which shall be designated as "Common Shares." Shares will be issued as followed hereunder.

<u>Name</u>	<u>Shares Owned</u>
Eric Pinaluga	225
Howard Kanner	225
Alan Shear	225
Gitta Birn	225
El Directorio Lantino, Inc.	100 (for later disbursement)

## **ARTICLE V - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 5124 Hollywood Blvd., Hollywood, FL 33021, and the name of the initial registered agent of this corporation at that address is Eric Pinaluga.

## **ARTICLE VII - DIRECTORS**

Initially, this corporation shall have four (4) Directors who shall serve until their successor(s) shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than four (4) directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial director is as follows:

<u>Name</u>	<u>Address</u>
Eric Pinaluga	5124 Hollywood Blvd. Hollywood, FL 33021
Howard Kanner	5124 Hollywood Blvd. Hollywood, FL 33021
Alan Shear	5124 Hollywood Blvd. Hollywood, FL 33021
Gitta Birn	5124 Hollywood Blvd. Hollywood, FL 33021

### **ARTICLE VIII - OFFICERS**

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Eric Pinaluga	Treasurer	5124 Hollywood Blvd. Hollywood, FL 33021
Howard Kanner	Vice-President	5124 Hollywood Blvd. Hollywood, FL 33021
Alan Shear	President	5124 Hollywood Blvd. Hollywood, FL 33021
Gitta Birn	Secretary	5124 Hollywood Blvd. Hollywood, FL 33021

### **ARTICLE IX - INCORPORATOR**

The name and address of the Incorporator signing these articles is:

<u>Name</u>	<u>Address</u>
Eric Pinaluga	5124 Hollywood Blvd. Hollywood, FL 33021

### **ARTICLE X - INDEMNIFICATION**


The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided §607.0831, Florida Statutes.

### ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

Dated: October 15, 2004


By   
Printed Name Eric Pitaluga  
Incorporator

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that El Directorio Latino, Inc. desiring to organize or qualify under the laws of the State of Florida, has named Eric Pintaluga, located at 5124 Hollywood Blvd., Hollywood, FL 33021, as its agent to accept service of process within Florida.


Dated: October 15, 2004

By   
Printed Name: Eric Pintaluga  
Incorporator

**ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT**

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 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.

Dated: October 15, 2004

By   
Printed Name Eric Pintaluga  
Registered Agent