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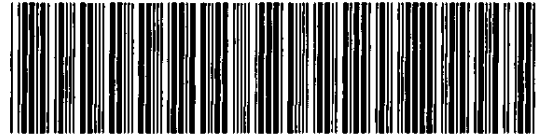
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DIVISION OF CORPORATION
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145 NW CENTRAL PARK PLAZA
SUITE 200
PORT ST. LUCIE, FLORIDA 34986

(772) 873-5904
FAX: (772) 873-3104
EVETT.SIMMONS@RUDEN.COM

June 15, 2006

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Articles of Incorporation

Dear Sir or Madam:

Enclosed you will find original Articles of Incorporation of Urban Choice Media, Inc., to be filed with the Division of Corporations. Also enclosed is a trust account check in the sum of \$70.00 to cover the filing fee. Should you have any questions, please do not hesitate to call. Thank you very much. I am

Sincerely yours,

A handwritten signature in black ink, appearing to read "Evett L. Simmons".

Evett L. Simmons, Esq.

ELS:cr
Enclosures

PSL:26245:1

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DIVISION OF CORPORATION
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**ARTICLES OF INCORPORATION
OF
URBAN CHOICE MEDIA, INC.**

The undersigned natural persons, acting as Incorporators for the purpose of forming a corporation for profit under the provisions of Section 607, Florida Business Corporation Act, of the Florida Statutes, do hereby adopt the following Articles of Incorporation:

I

Name of Corporation, Principal Office and Mailing Address

The name of this Corporation shall be Urban Choice Media, Inc. The principal office of this Corporation shall be 1415 Highway 85-N, Suite 310-178, Fayetteville, GA 30214. The mailing address of this Corporation shall be the same.

II

Purposes

The general nature and purposes of business to be transacted, promoted and carried on by the Corporation are as follows:

The Corporation may transact any and all lawful business for which corporations may be incorporated under Florida General Corporation Act.

To do everything necessary, proper, or convenient for the accomplishment of any of the purposes set forth in these Articles, and to do every other act incidental to the corporate purposes which is not forbidden by the laws of the State of Florida or by the provisions of these Articles of Incorporation.

III

Shares

A. The Corporation is authorized to issue one class of stock as follows:

Common Shares. The maximum number of voting shares this Corporation is authorized to issue is 2,000,000 par value \$1.00 per share, all of which shall be common shares, all common

shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share in all matters on which shareholders have the right to vote.

B. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

IV
Duration

The Corporation shall have perpetual existence.

V
Registered Agent

The address of this Corporation's initial registered office is 6803 South Federal Highway, Port St. Lucie, Florida 34952 and the name of its initial Registered Agent at said address is Larry Lee, Jr.

VI
Incorporator

The name and address of the Incorporator is as follows:

Larry Lee, Jr.
6803 South Federal Highway
Port St. Lucie, FL 34986

VII
Board of Directors

The Corporation shall have a Board of Directors consisting of a minimum of one (1) person and a maximum of eleven (11). The number of Directors may be increased or decreased from time to time by a resolution of a majority of the outstanding shares. The names and addresses of the initial Directors of this Corporation are:

Mike Chandler
4801 Columbus Street
Suite 202
Virginia Beach, VA 23462

Travis Mitchell
141 Carolina's Way
Fayetteville, GA 30215

Larry Lee, Jr.
6803 S. Federal Highway
Port St. Lucie, FL 34952

Ronald Reeves
9 Woodholme Village Court
Pikesville, MD 21208

Loran E. Mann
119 Rockwood Drive
Pittsburgh, PA 15238

VIII
Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting, if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

IX
Informal Director Action

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

X
Indemnification

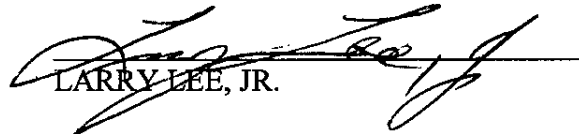
The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

XI
Amendments

The Articles of Incorporation and Bylaws of this Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded, at a duly called regular or special

meeting of the Board, by an affirmative vote of a majority of all the Board members present in person or by proxy.

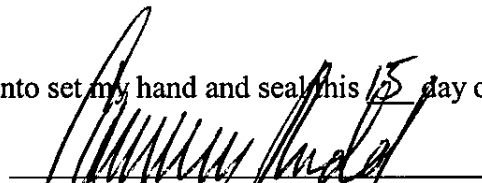
In Witness Whereof, the undersigned Incorporator has executed these Articles of Incorporation this 15th day of June 2006.

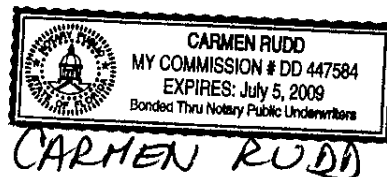

LARRY LEE, JR.

State of Florida
County of St. Lucie

The Foregoing Instrument as acknowledged before me this 15 day of June 2006 by LARRY LEE, JR. after producing FLORIDA DRIVER'S LICENSE is known to be the person who executed the foregoing Articles of Incorporation, as the Incorporator, who acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

In Witness Whereof, I have hereunto set my hand and seal this 15 day of June 2006.

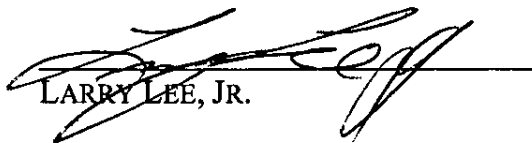

NOTARY PUBLIC-STATE OF FLORIDA
My commission expires:



CERTIFICATE DESIGNATING PLACES OF BUSINESS
OR DOMICILE FOR THE SERVICES OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That URBAN CHOICE MEDIA, INC., a Corporation for Profit, has named LARRY LEE, JR., ESQUIRE, 6803 South Federal Highway, Port St. Lucie, Florida 34952, as its agent to accept service of process within this state. Having been named to accept service of process for the above Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


LARRY LEE, JR.

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