

**Electronic Articles of Incorporation
For**

P07000067144
FILED
June 07, 2007
Sec. Of State
bmcknight

HOLMES MEDIA INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

HOLMES MEDIA INC

Article II

The principal place of business address:

1093 A1A BEACH BLVD
SUITE 368
ST AUGUSTINE, FL. 32080

The mailing address of the corporation is:

1093 A1A BEACH BLVD
SUITE 368
ST AUGUSTINE, FL. 32080

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

CRAIG T CUNNINGHAM
42 OCEAN COURT
ST AUGUSTINE, FL. 32080

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: CRAIG T CUNNINGHAM

Article VI

The name and address of the incorporator is:

CRAIG T CUNNINGHAM
42 OCEAN COURT

ST AUGUSTINE, FLORIDA 32080

Incorporator Signature: CRAIG T CUNNINGHAM

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
CRAIG T CUNNINGHAM
42 OCEAN COURT
ST AUGUSTINE, FL. 32080

Title: VP
STEPHANIE J MANGUM
42 OCEAN COURT
ST AUGUSTINE, FL. 32080

Article VIII

The effective date for this corporation shall be:

07/01/2007