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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch JUL 24 2007

ATTORNEY AT LAW  
**ROBERT E. WIGGINS**  
ROBERT EDWARD WIGGINS, P.A.

13799 PARK BOULEVARD N. #254  
SEMINOLE, FLORIDA 33776-3402

EMAIL: wiggins.bob@verizon.net

PHONE: (727) 251-8662

July 19, 2007

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, Florida 32314

**RE: Nuera Multimedia Holdings, Inc.  
Articles of Incorporation**

Dear Sirs:

Enclosed please find the original Articles of Incorporation of Nuera Multimedia Holdings, Inc. Also enclosed is check # 1729 in the amount of Seventy Eight Dollars and Seventy Five Cents (\$78.75) for the filing fee. Please return the certified copy to the address shown above.

Thank you and if you have any questions, please do not hesitate to contact me.

Sincerely yours,

A handwritten signature in black ink, appearing to read "RE Wiggins", written over the printed name.

ROBERT E. WIGGINS

REW.atm  
Enclosures

**ARTICLES OF INCORPORATION**  
**OF**  
**NUERA MULTIMEDIA HOLDINGS, INC.**

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**  
**NAME**

The name of this corporation is NUERA MULTIMEDIA HOLDINGS, INC.

**ARTICLE II**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office of the corporation and mailing address is:

13799 Park Boulevard N. #254  
Seminole, Florida 33776-3402

**ARTICLE III**  
**TERM**

The term of existence of this corporation is perpetual.

**ARTICLE IV**  
**PURPOSE**

This corporation is organized to transact any and all lawful business for which corporations may be incorporated under Florida Statutes.

**ARTICLE V**  
**CAPITAL STOCK**

This corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE VI**  
**DIRECTORS**

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Director of this corporation, who shall serve until his successor is elected and has qualified, or until removed, is as follows:

<b>NAME</b>	<b>ADDRESS</b>
ROBERT E. WIGGINS	13799 Park Boulevard N. #254 Seminole, Florida 33776-3402

**ARTICLE VII**  
**OFFICERS**

The affairs of this corporation shall be administered by the officers designated by the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the shareholders, and shall serve at the pleasure of the Board of Directors.

The name and address of the person who shall serve as the officers until the Board of Directors designates his successor, is as follows:

**OFFICE**

President  
Secretary  
Treasurer

**NAME AND ADDRESS**

ROBERT E. WIGGINS  
13799 Park Boulevard N. #254  
Seminole, Florida 33776-3402

**ARTICLE VIII**

**REGISTERED OFFICE AND AGENT**

The name and address of the initial registered agent and office of this corporation is as follows:

**Registered Agent:**

ROBERT E. WIGGINS

**Office of Agent:**

13799 Park Boulevard N. #254  
Seminole, Florida 33776-3402

**ARTICLE IX**

**INDEMNIFICATION**

Every Director and every officer of this corporation serving this corporation at its request, shall be indemnified by this corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him or her in connection with any proceeding or any settlement of any proceeding to which he or she may be a party or in which he may become involved by reason of his or her being of having been a Director or officer of this corporation, or

by reason of his or her serving or having served this corporation at its request, whether or not he is a Director or officer or is serving at the time such expenses or liabilities are incurred; provided that in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his or her duties and also in the event of a settlement, before entry of judgment, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interests of this corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which that person may be entitled.

## **ARTICLE X**

### **BYLAWS**

The first Bylaws of this corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

## **ARTICLE XI**

### **AMENDMENTS**

Amendments to the Articles of Incorporation shall be first adopted in resolution form by majority vote of the Board of Directors, who shall direct in its proceedings that the proposed amendment be submitted to a vote of the shareholders either at an annual meeting or a special meeting called for that purpose. At the shareholders' meeting, the affirmative vote of the holders of a majority of shares entitled to vote shall be required for adoption of the proposed amendment.

**ARTICLE XII**

**SUBSCRIBER**

The name and address of the Subscriber to these Articles of Incorporation is as follows:

**NAME**

**ADDRESS**

ROBERT E. WIGGINS

13799 Park Boulevard N. #254  
Seminole, Florida 33776-3402

IN WITNESS WHEREOF, the Subscriber has hereunto affixed his signature on this 19<sup>th</sup>  
day of July, 2007.

  
ROBERT E. WIGGINS

**CERTIFICATE OF ACCEPTANCE  
OF REGISTERED AGENT**

I, ROBERT E. WIGGINS, as Registered Agent for NUERA MULTIMEDIA HOLDINGS, INC. do hereby agree to accept Service of Process on behalf of the corporation, to keep my office located at 13799 Park Boulevard N. #254, Seminole, Florida 33776-3402 open during prescribed hours; and to post my name in some conspicuous place in the above-stated office as required by law.

DATED: July 19, 2007.

  
ROBERT E. WIGGINS  
Registered Agent