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RECEIVED
08 OCT 16 AM 11:00
DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
2008 OCT 16 A 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OCT 17 2008
D. A. WHITE

Charter Number Only

VALIDATION ONLY

MONICA

George M. TAVARES JR
14394 Commerce Way CTV-24
MIAMI LAKES, FL 33016
(305) 556-4155

CORPORATION(S) NAME

CTV24.COM, INC.



Profit

() NonProfit

() Amendment

() Merger

() Foreign

() Dissolution

() Mark

() Limited Partnership

() Annual Report

() Other

() Reinstatement

() Reservation

() Change of Registered Agent



Certified Copy

() Photo Copies

() Certificate Under Seal

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Verifier

Acknowledgment

W.P. Verifier

GEORGE M. TAVARES, JR.

ATTORNEY AT LAW

A R T I C L E S O F I N C O R P O R A T I O N

CTV24.COM, INC.

ARTICLE I

[CORPORATE NAME]

The name of this corporation is **CTV24.COM, INC.**

ARTICLE II

[TERM OF EXISTENCE]

This corporation shall have perpetual existence.

ARTICLE III

[NATURE OF BUSINESS & POWERS]

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

Specifically, the Corporation is focused to engage in any and all applications of the Intellectual Property Business, that is: IPTV in which the Internet is interactively applied for the creation and development of ancillary by-products thereof. Including but not limited to any and all funding of Intellectual Property Investments and/or the development there of ancillary by-products potentially as well as the development and production of any and all types of Advertisement Materials which may include any and all Intellectual Property applications for other commercial businesses.

This Corporation shall have the powers as enumerated in **Section 607.011** of the Florida Statutes, as they presently exist, together with any and all amendments to said Section.

ARTICLE IV

[PLACE OF BUSINESS]

The principal Place of Business for this Corporation is:

**14394 Commerce Way
Miami Lakes, Florida 33016**

ARTICLE V

[CORPORATE ADDRESS]

The mailing address of this corporation is:

**14394 Commerce Way
Miami Lakes, Florida 33016**

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CLERK OF STATE
MIAMI LAKES, FLORIDA

ARTICLE VI

[CAPITAL STOCK]

This corporation is authorized to issue **TWENTY-FOUR (24,000) THOUSAND** Shares of Common Stock with par value of **One Dollar** (\$1.00) each of which shall be designated as "Common Shares".

ARTICLE VII

[PRO-RATA STOCK PARTICIPATION]

Every shareholder, upon the sale for cash or a new stock of this corporation, shall have the same kind, class or series as that which he already holds, and 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 VIII

[REGISTERED AGENT & OFFICE]

The street address of the initial registered office of this corporation and the name of the initial registered office of this corporation and the name of the initial registered agent of this corporation at that address is:

Street Address of Initial Registered Office: **14394 Commerce Way, Miami Lakes, FL 33016**

Name of Initial Registered Office: **LAW OFFICES of GEORGE M. TAVARES, ESQ.**

Name of Initial Registered Agent: **GEORGE M. TAVARES, JR., ESQUIRE**

The Board of Director(s) from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE IX

[INITIAL DIRECTOR(S)]

The name(s) and address(s) of the Initial Director(s) of this Corporation are as follows:

GABRIEL R. MARTINEZ

14394 Commerce Way, Miami Lakes, FL 33016

GEORGE M. TAVARES, JR.

14394 Commerce Way, Miami Lakes, FL 33016

ARTICLE X

[BOARD OF DIRECTORS]

The Corporation shall have two (2) Directors initially. The person(s) named as initial director shall hold office for the first year of existence of this Corporation or until their successor is elected or appointed and has qualified, whichever occurs first. The number of directors may be increased from time to time in accordance with the Bylaws of the corporation adopted by the stockholders, but there shall always be at least one (1) director. To the extent permitted by law, the corporation shall indemnify and hold harmless each person who shall serve as a director or officer of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being a director or officer. The corporation shall reimburse such person(s) for all costs, legal and other expenses reasonably incurred in connection with any claims or liability as to which it shall be adjudged that such officer or director is liable to the extent permitted by law.

ARTICLE XI

[INITIAL INCORPORATOR]

The name and address of the person, as Incorporator, signing these Articles is as follows:

GEORGE M. TAVARES, JR., ESQUIRE
14394 Commerce Way Miami Lakes, Florida 33016

ARTICLE XII

[RESALE OF STOCK]

Shares held by the initial shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and terms shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE XIII

[AMENDMENT OF ARTICLES]

These Articles of Incorporation may be amended by the manner provided by law. Every amendment shall be approved by the Director(s), properly proposed by them to the stockholder(s) of the corporation, and approved by said stockholders at a meeting of the majority of said stockholders then entitled to vote thereon, unless all of the Board of Director(s) and all of the stockholder(s) of the corporation sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

Signed:

Incorporator

GEORGE M. TAVARES, JR.

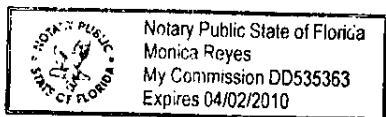
I, hereby certify that on this 8th day of OCTOBER, before me, an officer duly authorized to administer oaths and take acknowledgements, personally appeared, known to be the person described in and who executed the foregoing instrument, who acknowledged before me that GEORGE M. TAVARES, JR. executed same, and an oath was not taken, [Check one] [☒] Said person(s) are personally known to me or [☐] Said person(s) provided the following type of identification:

Witness my hand and Official Seal in the County and State last aforesaid this 8th day of October, 2008.

Notary Signature:

(Seal)

Printed Name: NANCY KEYES, Notary



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SECRETARY OF STATE
GALLANHASSEE, FLORIDA

By:

Notary Signature:

Printed Name:

Notary

