

**Electronic Articles of Incorporation
For**

P09000027532
FILED
March 26, 2009
Sec. Of State
jshivers

XCEL MEDIA GROUP, 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:
XCEL MEDIA GROUP, INC.

Article II

The principal place of business address:
24232 MARBELLA DRIVE
SORRENTO, FL. US 327766906

The mailing address of the corporation is:
POST OFFICE BOX 160
SORRENTO, FL. US 327760160

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:
1,000

Article V

The name and Florida street address of the registered agent is:
SHIPLEY LAW FIRM
131 WATERMAN AVENUE
MOUNT DORA, FL. 327579541

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

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Registered Agent Signature: CHRISTOPHER J. SHIPLEY

Article VI

The name and address of the incorporator is:

GEOFFREY D. WISE
24232 MARBELLA DRIVE

32776-6906

Incorporator Signature: GEOFFREY D. WISE

Article VII

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

Title: P,S
GEOFFREY D WISE
24232 MARBELLA DRIVE
SORRENTO, FL. 327766906 US

Title: VP,T
DOUGLAS B CARTER
24232 MARBELLA DRIVE
SORRENTO, FL. 327766906 US

Article VIII

The effective date for this corporation shall be:

03/25/2009