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From: Account Name : ARAZOZA, COMAS, DE TORRES & FERNANDEZ-FRAGA
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FLORIDA PROFIT/NON PROFIT CORPORATION
NEXTMEDIA GROUP CORP.

Certificate of Status	1
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CERTIFICATE OF INCORPORATION

OF

NEXTMEDIA GROUP CORP.

The undersigned incorporators to these articles of incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of this corporation is: NEXTMEDIA GROUP CORP.

ARTICLE II
GENERAL NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a nominal or par value of One (\$1.00) Dollar per share. All said shares shall be payable in cash, property, labor or services at a valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be purchased or paid for with capital stock at a just valuation to be fixed by the Board of Directors.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than \$100.

ARTICLE V
TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared by: Carlos F. Arazoza
2100 Salzedo Street Suite 300
Coral Gables, Florida 33134
Phone: (305) 444-6226
Florida Bar N° 0698806

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ARTICLE VI
ADDRESS

The initial principal office and mailing address of this corporation in the State of Florida is 2100 Salzedo Street, Suite 201, Coral Gables, FL 33134. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VII
DIRECTORS

This corporation shall have not less than one director, however, the number of directors may be increased or diminished from time to time by By-laws adopted by the Stockholders, but shall never be less than one. The name and address of the initial director which shall serve until his replacements assume his position is:

<u>Name</u>	<u>Address</u>
ASTRID KOHN DE GIBSON	2100 Salzedo Street Suite 201 Coral Gables, FL 33134
JUAN CARLOS TREJO	2100 Salzedo Street Suite 201 Coral Gables, FL 33134

ARTICLE VIII
INITIAL OFFICERS

The names offices and addresses of the initial officers which shall serve until their replacements assume their positions are:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	JUAN CARLOS TREJO	2100 Salzedo Street Suite 201 Coral Gables, FL 33134
Secretary	ASTRID KOHN DE GIBSON	2100 Salzedo Street Suite 201 Coral Gables, FL 33134

ARTICLE IX
INCORPORATOR

The name and mailing address of the incorporator of these articles of incorporation is LAURA KOHN of 2100 Salzedo Street, Suite 201, Coral Gables, FL 33134.

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

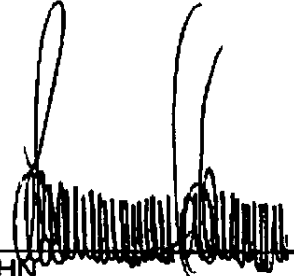
1. The name of the corporation is:

NEXTMEDIA GROUP CORP.

2. The name and address of the registered agent is:

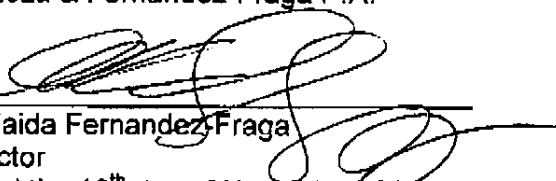
Arazoza & Fernandez-Fraga P.A.
2100 Salzedo Street, Suite 300
Coral Gables, FL 33134

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By: 
LAURA KOHN
Dated the 16th day of November, 2010

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Arazoza & Fernandez-Fraga P.A.

By: 
Adelaida Fernandez-Fraga
Director
Dated the 16th day of November, 2010