

**Electronic Articles of Incorporation
For**

P12000023837
FILED
March 09, 2012
Sec. Of State
vherring

BRAINSELL 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:

BRAINSELL MEDIA INC.

Article II

The principal place of business address:

4656 TUSCAN WOOD CT
SAINT AUGUSTINE, FL. 32092

The mailing address of the corporation is:

4656 TUSCAN WOOD CT
SAINT AUGUSTINE, FL. 32092

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:

1500

Article V

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

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE, FL. 32301

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

Registered Agent Signature: ANN R. SHILLING

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Article VI

The name and address of the incorporator is:

JON M GERHART
4656 TUSCAN WOOD CT

SAINT AUGUSTINE FL 32092

Electronic Signature of Incorporator: JON M GERHART

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

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

Title: D
JON M GERHART
4656 TUSCAN WOOD CT
SAINT AUGUSTINE, FL. 32092