

9:01 AM

((H9500002142))

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GONZALEZ STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

EMPIRE KIT COMPANY
32 W. FAADLER ST.
SUITE 200
MIAMI FL 33135-
CONTACT: RAY STORMONT
PHONE: (305) 541-3894
FAX: (305) 541-3770

((H95000002142))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: BSN - ADVERTISING CORPORATION
FAX AUDIT NUMBER: H95000002142

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/23/1995

TIME REQUESTED: 10:01:01

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W95-4164
Ph. 1.1

2/23

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

29-MAR-95 11:52



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 23, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: BSN - ADVERTISING CORPORATION
REF: W95000004166

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAM Aud. #: H95000002142
Letter Number: 595A00008344

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

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95FEB23 PM 4:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

3-1-95

The name of this corporation is

BSN - ADVERTISING CORPORATION - 610 N.W. 183rd STREET
SUITE #101, MIAMI, FLORIDA 33169

This corporation shall commence business on the 1st day
of MARCH, 1995, and shall exist perpetually unless
dissolved according to law.

This corporation is organized for the following purposes:

To transact any and all lawful business for which corporation may be incorporated under Florida law.

This corporation is authorized to issue 7,000 shares
(1.00) par value common stock

JEROLD H. REICHLER
633 NE 167 ST. #715
MIAMI, FL 33162
(305) 653.0014
FL. BAR NO. 170310

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Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, 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 VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 610 N.W. 183rd STREET, #101 MIA. FL. 33169 and the name of the initial registered agent of this corporation at that address is MAURICE RUTTERFORD.

Article VII - Initial Board of Directors

This corporation shall have 1 director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than 1. The name(s) and address(es) of the initial director(s) of this corporation is(are):
MAURICE RUTTERFORD - 3281 N.W. 169th TERRACE, MIA. FL. 33056

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Article VIII - Incorporator

The name and address of the person signing these Articles
is MAURICE RUTTERFORD - 3281 N.W. 169th TERRACE, MIA, FL. 33056


Article IX - Bylaws

The power to adopt, alter, amend or repeal the bylaws shall
be vested in the shareholders and the directors shall be
specifically prohibited from adopting, repealing or amending
the bylaws, or any part or parts thereof.

Article X - Amendments

This corporation reserves the right to amend or repeal
any provisions contained in these Articles of Incorporation,
or any amendment hereto, and any right conferred upon the
shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed
these Articles of Incorporation this 21st day of FEBRUARY
19 95.


SUBSCRIBER

STATE OF FLORIDA)
COUNTY OF DADE) SS


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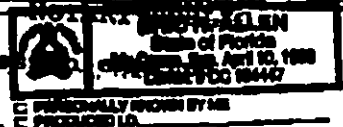
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TALLAHASSEE, FLORIDA


BEFORE ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared MAURICE RUTTERFORD known to me and known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 20 day of Feb, 1995.


My commission expires April 10, 1998



The Resident Agent accepts the appointment as Resident Agent and hereby affixes his name hereto.


RESIDENT AGENT

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