

P950000 18810

(SAMPLE LETTER OF TRANSMITTAL)

Date
FEBRUARY 20, 1995

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

THE ENTERTAINMENT
DATA BASE,

Re: IMPACT MEDIA, INC.
(name of corporation)

400001422414
INC 03/07/95--01051--014
****122.50 ****122.50

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Registered Agent Designation for the above named corporation.

Very truly yours,

JANET GEGELKA
(individual's name)

IMPACT MEDIA, INC.
(name of corporation)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 MAR -6 PM 12:27

FILED

Fed X -
1826 4803-5
711 Bear Creek

Janet GAVE
AUTHORIZATION BY PHONE TO
CORRECT corp name
DATE 3-8-95
DOC. EXAM S. Talo

MAILING ADDRESS OF CORPORATION		
49 ALAFAYA WOODS BLVD		
OVERDO, FL 32765		
PHONE		
(407)	306-7021	Ext.
Area Code	Number	

3/8

ARTICLES OF INCORPORATION

of

IMPACT MEDIA, THE ENTERTAINMENT DATA BASE, INC.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

IMPACT MEDIA, THE ENTERTAINMENT DATA BASE, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue TEN THOUSAND shares (10,000) of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	JANET CEGELKA		
ADDRESS	49 ALAFAYA WOODS BLVD		
CITY	OVIEDO, FL 32765	FLORIDA	ZIP

The principal office, if known, or the mailing address of the corporation is:

NAME	IMPACT MEDIA, INC.		
ADDRESS	49 ALAFAYA WOODS BLVD		
CITY	OVIEDO, FL 32765	FLORIDA	ZIP

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	JANET CEGELKA		
ADDRESS	711 BEAR CREEK CIRCLE		
CITY	WINTER SPRINGS, FL 32765	STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	JANET GEGELKA		
ADDRESS	711 BEAR CREEK CIRCLE		
CITY	WINTER SPRINGS, FL. 32765	STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this _____ day of _____, 19____.

_____(Seal)
 _____(Seal)
 _____(Seal)

STATE OF FLORIDA)
) SS
 COUNTY OF _____)

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

<u>Janet Gegelka</u> Signature	_____ Form of Identification
_____ Signature	_____ Form of Identification
_____ Signature	_____ Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that _____ executed these Articles of Incorporation, that I relied upon the form _____ of identification of the above named person _____ as indicated opposite each name, and that an oath was not taken.

NOTARY RUBBER STAMP SEAL _____ Witness my hand and official seal in the County and State last aforesaid this _____ day of _____, 19____.

Notary Signature

Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

IMPACT MEDIA , THE ENTERTAINMENT DATA BASE, INC.
(name of corporation)

FILED
MAR - 6 PM 12:27
TALLAHASSEE
SEMINOLE COUNTY
FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 49 ALAFAYA WOODS BLVD
OVIEDO, FL 32765

has named JANET CEGELKA
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Janet Cegelka
(registered agent)