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4/17/95

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: KIRK FINKERTON, A PROFESSIONAL ASSOC

DEPARTMENT OF STATE

720 S ORANGE AVE

STATE OF FLORIDA

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TALLAHASSEE, FL 32399

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SARASOTA FL 34236-

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: BUY TV, INC.

FAX AUDIT NUMBER: H95000004309

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KIRK PINKERTON
A Professional Association
720 SOUTH ORANGE AVENUE
SARASOTA, FLORIDA 34236
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 18, 1995

KIRK PINKERTON

SARASOTA, FL

SUBJECT: BUY TV, INC.
REF: W95000008245

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Lois Poole
Corporate Specialist

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

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ARTICLES OF INCORPORATION

OF

BUY TV, INC.

EFFECTIVE DATE

4-17-90

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

Article 1. Name. The name of the Corporation is:

BUY TV, INC.

Article 2. Mailing Address. The mailing address of the Corporation is:

c/o Kirk Pinkerton
720 S. Orange Avenue
Sarasota, FL 34236

Article 3. Duration. The duration of the Corporation is perpetual.

Article 4. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Prepared by: W. Lee McGinness
Kirk Pinkerton
720 S. Orange Avenue
Sarasota, FL 34236
(813) 364-2498
Atty Bar #:520550

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55 APR 18 PM 4:00
TALLAHASSEE, FLORIDA

Article 5. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 10,000 shares of common stock. Such shares shall be of a single class and shall have \$0.10 par value.

Article 6. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 720 S. Orange Avenue, Sarasota, Florida 34236, and the name of its initial Registered Agent at that address is W. LEE MCGINNESS.

Article 7. Incorporator. The name and address of the Incorporator is as follows:

W. LEE MCGINNESS	720 S. Orange Avenue
	Sarasota, FL 34236

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Article 9. Indemnification. The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

Article 10. Commencement of Corporate Existence. In accordance with Section 607.0203, Florida Statutes, the date when corporate existence shall commence is the date of execution by the incorporator of these Articles of Incorporation. In the event these Articles of Incorporation are not filed within the time period set forth in Section 607.0203, Florida Statutes, the date when corporate existence shall commence is the date of filing by the Secretary of State.

FAX AUDIT # H95-4309

IN WITNESS WHEREOF, the undersigned Inc porator has
signed these Articles of Incorporation on this 17th day of
April, 1995.

Lee McGinness
W. LEE MCGINNESS
Incorporator

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as
Registered Agent of BUY TV, INC. which is contained in the
foregoing Articles of Incorporation, and agrees to comply with the
provisions of all statutes relative to the proper and complete
performance of my duties, and accepts the duties and obligations of
Section 607.0505, Florida Statutes.

DATED this 17th day of April, 1995.

Lee McGinness
W. LEE MCGINNESS
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA