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95 JUL 28 AM 11:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 07210000000000000000

REFERENCE : 050202 152523A

AUTHORIZATION :

Patricia P. [signature]

COST LIMIT : \$ 70.00

800001548848

ORDER DATE : July 20, 1995

ORDER TIME : 2:27 PM

ORDER NO. : 050202

CUSTOMER NO: 152523A

CUSTOMER: Mr. Stephen Chan
MR. STEPHEN CHAN, CPA

Suite 900
551 Fifth Avenue
New York, NY 10176

DOMESTIC FILING

NAME: TIME-TO-AIR (MIAMI), INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

N. HENDRICKS JUL 31 1995

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ARTICLES OF INCORPORATION
OF
TIME-TO-AIR (MIAMI), INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

TIME-TO-AIR (MIAMI), INC.

The address of the principal office of this corporation shall be 160-23 Rockaway Boulevard 1/FL, Jamaica, New York, 11434, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

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 no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors are:

Peter Mak

160-23 Rockaway Boulevard 1/F1
Jamaica, New York 11434

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on July 28, 1995.

Laura R. Dunlap
Incorporator
Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap
Authorized Service Representative
Corporation Service Company

KWJ/dks