

P95000058956

Mary I. Hank
1623 Jackson Street
Hollywood, Florida 33020

July 21, 1995

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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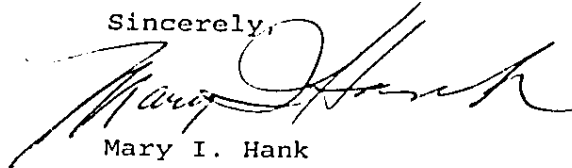
Re: Aventura Advertising & Consulting, Inc.

Dear Sir:

Enclosed please find an original and one of the Articles of Incorporation for the above referenced corporation. Also, enclosed is a check in the amount of \$122.50 to cover the cost for same. Please file original and return a certified copy to the corporate address indicated on the Articles of Incorporation.

Should there be any further questions, please contact the undersigned. Thank you for your attention.

Sincerely,



Mary I. Hank

Enclosures

*OK
7/31/95*

95 JUL 28 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION
OF

AVENTURA ADVERTISING & CONSULTING, INC.

FILED
95 JUL 28 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, do hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

AVENTURA ADVERTISING & CONSULTING, INC.

The address of the principal office of this corporation is 1623 Jackson Street, Hollywood, Florida 33020 and the mailing address 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 number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1623 Jackson Street, Hollywood, Florida 33020 and the name of initial registered agent of the corporation at that address is Mary I. Hank.

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 two Directors, initially. The name and street addresses of the members of the Board of Directors are:

Dir.	Mary I. Hank	1623 Jackson Street Hollywood, Florida 33020
Dir.	Elizabeth I. Mogavero	1623 Jackson Street Hollywood, Florida 33020

ARTICLE VII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed is:

Pres/Treas.	Mary I. Hank	1623 Jackson Street Hollywood, Florida 33020
V.P./Sec.	Elizabeth I. Mogavero	1623 Jackson Street Hollywood, Florida 33020


ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator of the corporation is:

Mary I. Hank

1623 Jackson Street
Hollywood, Florida 33020

IN WITNESS WHEREOF, the undersigned, being the original Incorporator of the above-named corporation for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles hereby declaring and certifying that the facts stated herein are true, and hereunto set my hand and seal on this 26 day of July, 1995.


Mary I. Hank

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in Article IV of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of my duties.

Dated this 26 day of July, 1995


MARY I. HANK

STATE OF FLORIDA

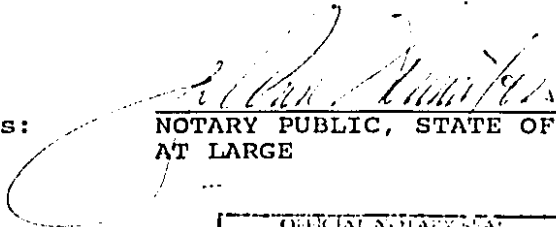
COUNTY OF DADE

BEFORE ME, a Notary Public authorized in the State and County set forth above, personally appeared MARY I. HANK and known by me to be the persons who, as Incorporators, executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed these Articles of Incorporation.

In witness whereof, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 21st day of July, 1995.

My Commission expires:

1/3/97


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

OFFICIAL NOTARY SEAL
JO ANN SAMSON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. C216021
MY COMMISSION EXPIRES JAN. 3, 1997

95 JUL 28 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



AVENTURA
ADVERTISING
& CONSULTING

P95000058956

September 3, 1996

Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

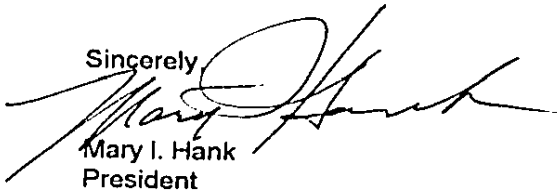
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SEP - 6 AM 9:36
TALLAHASSEE FLORIDA

To Whom This May Concern:

Please find enclosed an Articles of Amendment to Articles of Incorporation of Aventura Advertising & Consulting, Inc. to change our Corporate name to : MEDIA MANAGEMENT SERVICES, INC.

If you need additional information please contact: Mary Hank
1623 Jackson St.
Hollywood, Florida 33020
954-927-5666

Sincerely


Mary I. Hank
President

900001941459
-09/06/96--01064--012
*****35.00 *****35.00

encl. check #1312/ \$35.00

SEP 13 1996

N/c

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

AVENTURA ADVERTISING & CONSULTING, INC.

(present name)

FILED
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TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(Indicate article number(s) being amended, added or deleted)*

ARTICLE I Amended

MEDIA MANAGEMENT SERVICES, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: SEPTEMBER 1, 1996

FOURTH: Adoption of Amendment(s) (check one)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

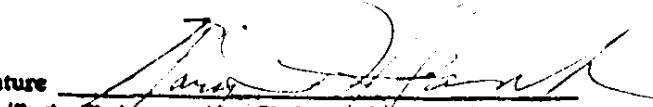
"The number of votes cast for the amendment(s) was/were sufficient for approval by _____
(voting group)"

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 3 day of September, 1946.

Signature



(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

MARY I. HANK

Typed or printed name

PRESIDENT

Title