

P96000021543

RICE and ROSE, P.A.
ATTORNEYS AT LAW
DAYTONA BEACH, FLORIDA

PAUL E. RICE, JR.
JAMES L. ROSE
DAWN D. NICHOLS

20 NORTH HALIFAX DRIVE
POST OFFICE BOX 2500
DAYTONA BEACH, FL 32116

TELEPHONE FAX
(904) 257-1222 258-0004

February 23, 1996

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

RE: United Media Enterprises, Inc.

Gentlemen:

500001724315
-02/26/96--01103--009
122.50 *122.50

Enclosed you will find the Articles of Incorporation regarding the above corporation. Please file the same and forward a certified copy of the Articles to this office.

Also enclosed is a check for \$122.50 to cover the following costs and fees:

| | |
|------------------|-----------------|
| Filing Fee | 35.00 |
| Certified Copy | 52.50 |
| Registered Agent | 35.00 |
| | <u>\$122.50</u> |

Thank you for your assistance in this matter.

Sincerely,

Dawn D. Nichols/bjr

Dawn D. Nichols

DDN/bjr
Encs.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAR - 8 PM 2:58

789-509-612-502-672
W96-4468

gf 3/8/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 MAR -8 PM 2:58

February 28, 1996

RICE AND ROSE, P.A.
ATTN: DAWN D. NICHOLS
POST OFFICE BOX 2599
DAYTONA BEACH, FL 32115

SUBJECT: UNITED MEDIA, INC.
Ref. Number: W96000004468

We have received your document for UNITED MEDIA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 596A00008691

ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 MAR -8 PM 2:50

UNITED MEDIA ENTERPRISES, INC.

The undersigned subscriber, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida, and adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be United Media Enterprises, Inc.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The initial principal place of business of this corporation in the State of Florida shall be 2400 South Ridgewood Avenue, South Daytona, FL 32119. The Board of Directors from time to time may move the principal office to any other address in Florida.

ARTICLE III - NATURE OF BUSINESS

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the laws of Florida;
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of common stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares, having a par value of \$1.00 per share.

ARTICLE V - REGISTERED AGENT

The name of the initial registered agent of the corporation shall be Omera Naz. The street address of the initial registered office shall be 2400 South Ridgewood Avenue, Suite 6, South Daytona, FL 32119.

ARTICLE VI - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is one hundred (\$100.00) dollars.

ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII - DIRECTORS

This corporation shall initially have two (2) Directors. The names and street addresses of the initial members of the Board of Directors are:

| <u>Name</u> | <u>Address</u> |
|------------------------|---|
| Amir Malik - President | 3284 Turtle Creek Road St. Augustine, FL 32137 |
| Omera Naz - Secretary | 4 Chadwick Court Palm Coast, FL 32137 |

ARTICLE IX - INCORPORATOR

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

| <u>Name</u> | <u>Address</u> |
|-------------|--|
| Omera Naz | 4 Chadwick Court Palm Coast, FL 32137 |

ARTICLE X - AMENDMENT

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 shareholder is subject to this reservation.

ARTICLE XI - PRE-EMPTIVE RIGHTS

Every stockholder, upon the sale for cash or any new stock 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 the issuance of fractional shares) at the price at which it is offered to others; which price, in the case of par value shares, may be in excess of par.

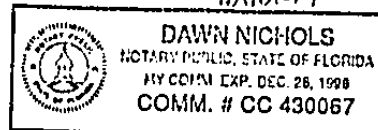
IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation this 16th day of February, 1996.

Omera Naz
Omera Naz - Incorporator

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 16th day of February, 1996 by Omera Naz, who is personally known to me or who has produced _____ as identification and who did take an oath.

Dawn D. Nichols
Notary Public, State of Florida
Dawn D. Nichols
Printed Notary Signature
At Large
My Commission Expires: 12/28/98



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section §48.091, Florida Statutes, the following is submitted:

That United Media ^{Enterprises,} Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of South Daytona, State of Florida, has named Omera Naz, located at 2400 S. Ridgewood Ave., South Daytona, State of Florida, as its Agent to accept service of process within Florida.

Amir Malik

Amir Malik as President

Title: President

Date: February 16, 1996

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

Omera Naz

(Resident Agent) Omera Naz

Date: February 16, 1996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAR -8 PM 2:58

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DWYER & NICHOLS, P.A.

ATTORNEYS AT LAW
DAYTONA BEACH, FLORIDA

JEAN M. DWYER
DAWN D. NICHOLS

133 E. INT'L SPEEDWAY BLVD.
SUITE 1
DAYTONA BEACH, FL 32118

TEL (904) 259-9998
FAX (904) 278-0660

December 3, 1996

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

SH 12/16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 DEC -6 PM 12:19

FILED

RE: MEGA PHOTO GRAPHICS/UNITED MEDIA ENTERPRISES, INC.

To Whom it May Concern:

Enclosed please find an application for Registration of Fictitious Name and amendment to the Articles of Incorporation in reference to the above-mentioned matter. Also enclosed is a check in the amount of \$85.00 for the filing fees.

Should you have any questions or require any additional information, please do not hesitate to contact me.

Sincerely,

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-12/16/96--01017--001
*****85.00 *****35.00

Dawn D. Nichols/adm

Dawn D. Nichols

DDN\alm

RECEIVED
96 DEC -6 AM 7:28
DIVISION OF CORPORATIONS

AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
UNITED MEDIA ENTERPRISES, INC.

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:

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be amended to:

636 S. Atlantic Avenue
Ormond Beach, Florida 32176

The remaining provisions of Article II shall remain unchanged.

ARTICLE V - REGISTERED AGENT

The street address of the registered agent shall be amended to:
636 S. Atlantic Avenue
Ormond Beach, Florida 32176

The remaining provisions of Article V shall remain the same.

SECOND: The date for each amendment's adoption: October 1,
1996

THIRD: Adoption of Amendment II

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

Signed this 14th day of NOVEMBER,
1996.

Signature

Quirk Malik
Typed or Printed Name

PRESIDENT
Title: PRESIDENT

FILED
96 DEC -6 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDED CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Section 48.091, Florida Statutes, the
following is submitted:

That United Media Enterprise, Inc., has changed its principal place of business to 636 S.
Atlantic Avenue, Ormond Beach, Florida 32176 and this same address shall be the address
where the registered agent, Omera Naz, shall accept service as provided by Florida Statute.



Amir Malik as President

Title: President

Date: 11/11/96