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NAME: GATEWAY MEDIATION, INC.

FAX AUDIT NUMBER: H90000003837

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ARTICLES OF INCORPORATION

OF

GATEWAY MEDIATION, INC.

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

ARTICLE I

NAME: The name of this corporation is:

GATEWAY MEDIATION, INC.

ARTICLE II

PURPOSES AND POWERS: The general nature of business to be transacted by the corporation is as follows:

1. The corporation may engage in any activity of business which is permitted under the laws of the State of Florida.

2. And in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

Prepared by:

Norman S. Levin, P.A.
1120 S. Federal Highway
Suite 2
Ft. Lauderdale, FL 33316
Telephone: (954)522-6333
Fla. Bar No.: 372595

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3. And, further, to borrow or raise money for any purposes of the company, and to secure the same interest, or for other purposes, to mortgage all or part of the property corporeal or incorporeal rights or franchise of this company now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills or exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE III

CAPITALIZATION: The maximum number of shares of stock this corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) shares of common stock, having par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV

INITIAL CAPITAL: The amount of capital with which this corporation will begin business is FIVE HUNDRED AND NO/100 (\$500.00) DOLLARS.

ARTICLE V

PRINCIPAL PLACE OF BUSINESS: GATEWAY MEDIATION, INC. shall have its principal place of business at 3907 North Federal Highway, Suite 129, Pompano Beach, Florida 33064.

The Board of Directors may, from time to time, move the principal office to any other office within the State of Florida, as the said corporation may desire.

ARTICLE VI

DIRECTORS: This corporation shall have one (1) director initially; the number of Directors may be increased from time to time by the laws adopted by the

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stockholders, but shall never be less than one (1).

ARTICLE VII

DIRECTORS: The name and address of the first Board of Directors of these Articles of Incorporation are as follows:

Paul J. Sherman
2100 N.E. 68th St.
Ft. Lauderdale, FL 33308

The name and address of the original officers are as follows:

Paul J. Sherman Pres/Sec/Treas
2100 N.E. 68th St.
Ft. Lauderdale, FL 33308

ARTICLE VIII

INCORPORATORS AND SUBSCRIBERS: The Incorporator and Subscriber to all of the capital shares of the corporation shall be as follows:

Paul J. Sherman
2100 N.E. 68th St.
Ft. Lauderdale, FL 33308

AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon.

ARTICLE IX

REGISTERED AGENT: That NORMAN S. LEVIN, P.A., 1120 South Federal Highway, Suite #2, Fort Lauderdale, Florida 33316, is hereby named Registered Agent

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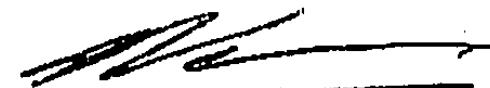
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for this corporation to be its agent and to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for GATEWAY MEDIATION, INC., at the place designated in this Article, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.



NORMAN S. LEVIN for
NORMAN S. LEVIN, P.A.
Registered Agent

I, THE UNDERSIGNED, being the original Subscriber to the capital stock hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby name, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set my hand and seal this 18th day of March, 1996.


PAUL J. SHERMAN

STATE OF FLORIDA

SS:

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized

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In this State and County named above, to take acknowledgments, personally appeared,
PAUL J. SHERMAN, to me known to be the person who subscribed to the foregoing
Articles of Incorporation, and he acknowledged to me that he did subscribe hereto for
the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal in the State and County above set forth this

18th day of March, 1996.

Martina H. Miranda
NOTARY PUBLIC, State of Florida

My commission expires:



MARTINA MIRANDA
My Commission 00308897
Expires Jul. 18, 1997
Bonded by H&H
800-422-1808

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