

P960000033249

**DAVID S. WILLIG, CHARTERED**

International Law Office  
141 NE 3rd AVE - 10th Floor  
Miami, Florida 33132

Tel. (305) 667-7755

April 10, 1996

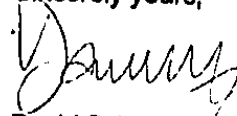
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

20000017815312  
-04/15/96--01021--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Virtual Broadcast Network, Inc.

Please find enclosed an original and one copy of Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office for the above named corporation, along with a check in the amount of \$70.00 to cover the filing fee and registered agent designation fee. After filing, please return a date-stamped copy of the Articles in the enclosed stamped, self-addressed envelope. Thank you for your attention to this matter.

Sincerely yours,

  
David S. Willig

enclosures

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DIVISION OF STATE  
CORPORATIONS  
96 APR 15 AM 9:59

U9604-17

Articles of Incorporation  
of  
VIRTUAL BROADCAST NETWORK, INC.

**Article I**

The name of this corporation is VIRTUAL BROADCAST NETWORK, INC.

**Article II**

The mailing address of this corporation shall be,

**Article III**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 900 shares with a value of \$0.10 per share.

**Article IV**

The name and address of the initial registered agent is David S. Willig, 141 NE 3rd AVE, 10th Floor, Miami, Florida 33132.

**Article V**

The name and address of the incorporator to these Articles of Incorporation is David S. Willig, 141 NE 3rd AVE, 10th Floor, Miami, Florida 33132.

The undersigned has executed these Articles of Incorporation this 10<sup>th</sup> day of April, 1996.

  
\_\_\_\_\_  
David S. Willig / Incorporator

RECORDED  
FILED  
56 APR 15 AM 9:59  
DIVISION OF CORPORATE AFFAIRS

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: **VIRTUAL BROADCAST NETWORK, INC.**
2. The name and address of the registered agent and office is:

David S. Willig  
141 NE 3rd AVE, 10th Floor  
Miami, FL 33132

Signature \_\_\_\_\_

(corporate officer)

Title \_\_\_\_\_

Incorporator

Date \_\_\_\_\_

April 10, 1996

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature \_\_\_\_\_

Date \_\_\_\_\_

April 10, 1996

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SECRETARY OF STATE  
95 APR 15 AM 10:00