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TODD A. STERZOY Holland and Kulght 96 AUG 5 AHID: 37

DIVISION OF CORPORATION

(Requestor's Name)

315 South Calhoun Street

Sulte 600

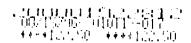
Tallahassee, Florida

(City, State, Zip)

32302

(Phone #)

OFFICE USE ONLY



CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

Caise TV Tice (Carporation Name)	(Document #)
(Corporation Name)	(Document #)
(Corporation Name)	(Document #)
(Corporation Name)	(Document 4)
Walk in XX Pick up time 1:00	Certified Copy
Mail out Will wait Photocopy	Certificate of Status

NEW FILINGS	AMENDMENTS
Y Profit	Amendment
NonProfit	Resignation of R.A., Officer/Director
Limited Liability	Change of Registered Agent
Domestication	Dissolution/Withdrawal
Other	Merger

Other

OFFICE STORY AND COLUMN
QUALIFICATION
Foreign
Limited Partnership
Reinstatement
Trademark

Examiner's Initials

D. BROWN AUG 1 5 1996

CR2E031(10/92)

ARTICLES OF INCORPORATION OF PRAISE TV, INC.



The undersigned, acting as incorporator of Praise TV, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is: PRAISE TV, INC.

ARTICLE II. ADDRESS

The mailing address of the corporation is:

14444 66th Street North Clearwater, Florida 34624

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence at 12:01 A.M. on the date of execution of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 14444 66th Street North, Clearwater, Florida 34624 and the name of the corporation's initial registered agent at that address is Robert Shreffler.

ARTICLE VIL. INCORPORATOR

The name and street address of the incorporator is:

Name

Address

Robert Shreffler

14444 66th Street North Clearwater, Florida 34624

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201. Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director is:

Name James L. West

Address 14444 66th Street N.

Clearwater, Florida 34624

ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 1014 day of 1996.

Robert Shreffler, Incorporator

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That PRAISE TV, INC, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 14444 66th Street North, City of Clearwater, State of Florida, has named Robert Shreffler as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

Robert Shreffler, Registered Agent

38912C-2 TPA2-362566 SECRETARY OF STATE
DIVISION OF COOPERATIONS

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