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SHEPARD, FILBURN & GOODBLATT, P.A.

ATTORNEYS & COUNSELLORS AT LAW

SUITE 1107
FIRST UNION TOWER
20 NORTH ORANGE AVENUE
ORLANDO, FLORIDA 32801

INTERNET: sf2law@aol.com

TELEPHONE (407) 481-2020

FAX (407) 481-0200

August 21, 1996

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

100001932421
-08/27/96--01038--018
****122.50 ****122.50

Re: Frogs Leap, Inc./New Corporation

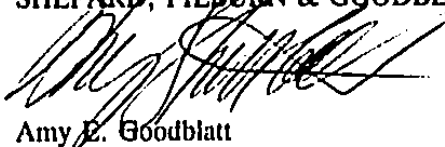
To Whom it May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation of Frogs Leap, Inc., for filing. Also enclosed is our firm check in the amount of \$122.50 to cover the filing fee as well as forwarding a certified copy of the Articles to the undersigned.

Thank you for your assistance in this matter.

Very truly yours,

SHEPARD, FILBURN & GOODBLATT, P.A.



Amy E. Goodblatt

Enclosures
AEG/ed

FILED
96 AUG 25 PM 12:04
TALLAHASSEE, FLORIDA

AL AUG 28 1996

ARTICLES OF INCORPORATION
OF
FROGS LEAP, INC.

FILED
96 AUG 26 PM 12:04
ORLANDO
FLORIDA

ARTICLE I - NAME

The name of this corporation is Frogs Leap, Inc., and its principal place of business and mailing address is 3401 S.E. Fairway West, Stuart, Florida 34997.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the filing of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of consulting and managing media outlets in general and to carry on any business which may be lawfully carried on by any Florida corporation organized under Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 2,000 shares of voting common stock having a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of this corporation is First Union Tower, Suite 1107, 20 N. Orange Avenue, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is Amy E. Goodblatt, Esquire.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time in accordance with the By-Laws, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

Paul Levesque
Claire Levesque
3401 S.E. Fairway West
Stuart, Florida 34997

ARTICLE VII - INCORPORATOR


The name and address of the incorporator is:

Paul Levesque
3401 S.E. Fairway West
Stuart, Florida 34997

ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 6th day of August, 1996.


Paul Levesque, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

FILED
96 AUG 26 PM 12:06

The foregoing instrument was acknowledged before me this 6th day of August, 1996,
by Paul Levesque, who is personally known to me or who has produced _____
_____ as identification and who did take an oath.

NOTARY PUBLIC:

Sign: Sheila B. Franklin
Print: SHEILA B. FRANKLIN
State of Florida at Large
My Commission Expires:

Commission No.



ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation
as the registered agent for Frogs Leap, Inc., hereby accepts such appointment this 19th day of
August, 1996, and states that she is familiar with, and accepts, the obligations provided for in
Section 607.0505, Florida Statutes.


Amy E. Goodblatt