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TO. DIVISION OF CORPORATIONS

FAX #. (904)377-4001

FROM. ENGLISH, MCCAUGHAN & O'BRYAN, P.A.
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NAME. AD MEDIA, INC.

AUDIT NUMBER.....H80000013060

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

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**ARTICLES OF INCORPORATION
OF
AD MEDIA, INC.
A FLORIDA CORPORATION**

The undersigned, acting as Incorporator of AD MEDIA, INC., a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is AD MEDIA, INC. and the street address of the initial principal office of the Corporation is 628-102 Laurel Oak Lane, Altamonte Springs, Florida 32701.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue 100,000 shares of \$0.01 par value Common Stock.

PREPARED BY:

*Jonathan J. Lichtman, Esquire
English, McCaughan & O'Bryan, P.A.
100 Northeast Third Avenue, Suite 1100
Fort Lauderdale, Florida 33301
(954) 462-3300
Florida Bar No. 717053*

FAX AUDIT NO. H96000013060

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ARTICLE IVINITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 100 Northeast Third Avenue, Suite 1100, Fort Lauderdale, Florida 33301 and the name of the Initial Registered Agent of the Corporation at that address is EMO Corporate Services, Inc.

ARTICLE VINITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) Directors to hold office until the first Annual Meeting of Shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The names and addresses of the initial Directors of the Corporation are:

NameAddress

William J. Wise

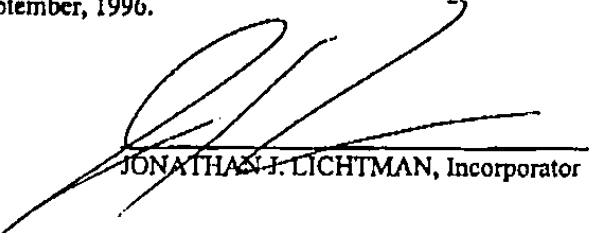
5 Third Street East
Cornwall, Ontario
Canada K6H 2C6

Glen Reifsteck

628-102 Laurel Oak Lane
Altamonte Springs, Florida 32701ARTICLE VIINCORPORATOR

The name and address of the Incorporator of the Corporation is Jonathan J. Lichtman, Esquire, English, McCaughan & O'Bryan, P.A., 100 Northeast Third Avenue, Suite 1100, Fort Lauderdale, Florida 33301.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 18th day of September, 1996.


JONATHAN J. LICHTMAN, Incorporator

FAX AUDIT NO. H96000013060

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for AD MEDIA, INC. at the place designated in the foregoing Articles of Incorporation, we hereby accept the appointment as Registered Agent and agree to act in this capacity. We further agree to comply with the provisions of the Florida Business Corporation Act relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as Registered Agent.

EMO CORPORATE SERVICES, INC.,
Initial Registered Agent

Dated: September 18, 1996

By: Debra H. Chrystie
DEBRA H. CHRYSTIE, Assistant
Secretary

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