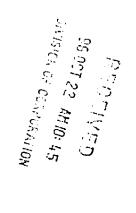
. LAZARUS CORPORATE INDUSTRIES, Requestor's Name 890 S.W. 87 AVENUE SUITE: 16 Address MIAMI, FLORIDA 33174 (305)552-5973 City/State/Zip Phone # LOCAL REPRESENTATIVE TALLAHASSEE Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): 1. ODYSSEY NETWORK CORPORATION (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time 100 Certified Copy Mail out Will wait Photocopy Certificate of Status NEW FILINGS AMENDMENTS TELEVISION Profit Amendment NonProfit Resignation of R.A., Officer/ Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger

OTHER FILINGS
 Annual Report
Fictitious Name
Name Reservation

	REGISTRATION/2
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	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other



Examiner's Initials OCT 2 2 1996

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ARTICLES OF INCORPORATION

<u>OF</u>

ODYSSEY NETWORK CORPORATION

The undersigned, desiring to form a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liabilities, rights and privileges and immunities of corporations for profit, certifies that:

ARTICLE I - NAME

The name of this corporation is: ODYSSEY NETWORK CORPORATION

ARTICLE II - EXISTENCE

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of this State.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common stock, each having a par value of no par, which shall be designated as common shares.

ARTICLE V - ADDRESS

The street address and mailing address of the registered office of this Corporation is:

2000 S. Dixie Highway, Suite 100 Miami, Florida 33133

and the name of the initial registered agent of this corporation at that address is:

Michel Huysman Attorney at Law

who hereby is familiar with and accepts the duties and responsibilities as registered agent for said corporation.

ARTICLE VI - DIRECTORS

This corporation shall have one director initially. The number of directors may either increase or diminish from time to time in accordance with the by-laws but shall never be fewer than one (1). The name and address of the initial director of this corporation is:

B. Chas. Nicholson 204-A West Park Ave. Lake Wales, FL 33853

The principal corporate office is at:

204-A West Park Ave. Lake Wales, FL 33853

ARTICLE VII - SUBSCRIBERS

The name and address of the Incorporator signing these Articles of Incorporation is:

Michel Huysman, 2000 S. Dixie Hwy, Suite 100M, Miami FL 33133

ARTICLE VIII - ALIENATION OF SHARES

No shareholder of the Corporation may sell or transfer his shares to another without first offering them to the other shareholders of the Corporation, and he must offer them at the same price.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws of this Corporation shall be vested in the Board of Directors and Shareholders.

ARTICLE X - DIRECTORS: COMPENSATION

The Shareholders of this Corporation shall have the exclusive authority to fix the compensation of the Directors of the Corporation.

ARTICLE XI - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation,

INCORPORATOR

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared B. CHAS. NICHOLSON, to me well known and known to me to be the individual described herein and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

witness, my hand and official seal in the County and State named above, this 21 th day of octobec 1996.

NOTARY PUBLIC, State of Florida at Large

My Commission Expires:

RAY ABBASSI My Comm Exp. 12/08/96 Bonded By Service Ins No. CC245143

PUBLIC

Personally Known [] Giner I. D.

THE UNDERSIGNED hereby notifies that he has accepted the position and agrees to act as Registered Agent for ODYSSEY NETWORK CORPORATION.

MICHEL HUYSMAN, Esq

SWORN TO and subscribed before me this 2 th day of other, 1994.

NOTARY PUBLIC, State of Florida at Large My Commission Expires:

HOTARY PUBLIC OF FLOO

RAY ABBASSI
My Comm Exp. 12/08/96
Bonded By Service Ins
No. CC245143

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