P96000093221

KRISTOPHER E. FERNANDEZ

Attorney at Law

Post Office Box 10563 Tampa, Florida 33679-0563 Telephone (813) 832-6340 Facsimile (813) 835-0403

October 30, 1996

FFECTIVE DATE

Department of State Corporate Records Division P.O. Box 6327 Tallahassee, Florida 32314

Re: Productive Media, Inc.

70001994657---E -11/04/96--01012--006 ******70.00 ******70.00

Dear Sir/Madam:

Enclosed are the following:

- 1. Articles of Incorporation for the above-referenced entity.
- 2. Acceptance by Registered Agent and Registered Office.
- 3. Check in the amount of \$70.00 to cover filing fees.

Enclosed you will also find a photocopy of the Articles. Please return the copy to me with the filing date stamped on it.

Very truly yours,

Kristopher E. Fernandez

Enclosures

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W96-23502 nc 11-14-96



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 5, 1996

KRISTOPHER E. FERNANDEZ, ESQ. POST OFFICE BOX 10563 TAMPA, FL 33679-0563

SUBJECT: PRODUCTIVE MEDIA, INC. Ref. Number: W96000023502

We have received your document for PRODUCTIVE MEDIA, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

A post office box is not an acceptable address for the registered agent.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6067.

Neysa Culligan Document Specialist

Letter Number: 296A00050845

KRISTOPHER E. FERNANDEZ

Attorney at Law

Post Office Box 10563 Tampa, Florida 33679-0563

Telephone (813) 832-6340 Facsimile (813) 835-0403

November 12, 1996

Neysa Culligan Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re:

Productive Media, Inc. No. W96000023502

Dear Ms Culligan:

Enclosed are the Articles of Incorporation for Productive Media, Inc., corrected as you requested.

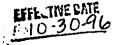
I also enclose a copy of your letter dated November 5, 1996, requesting the correction, together with a copy of the Articles of Incorporation for you to stamp and return to me with the effective date of filing.

Thank you for your assistance.

Very truly yours,

Kristopher E. Fernandez

Enclosures



ARTICLES OF INCORPORATION

OF

PRODUCTIVE MEDIA, INC.

96 10V -4 /11 II: 25

The undersigned, acting as incorporator, hereby adopts these Articles of Incorporation and forms a for - profit corporation (the "Corporation") under the laws of the State of Florida, as follows:

1. NAME

The name of the Corporation is:

Productive Media, Inc.

The corporation intends to do business as Hispanic Market News.

2. TERM OF EXISTENCE

The date when the corporate existence shall commence shall be October 30, 1996, and the Corporation shall have perpetual existence thereafter.

3. PURPOSE

The purpose for which the Corporation is organized is to transact any and all business for which a corporation may be incorporated under Florida laws, including the ownership and operation of real property.

4. CAPITAL STOCK

The Corporation shall have the authority to issue 100 shares of common stock, in one class only, each with a par value of \$1.00.

5. REGISTER AGENT AND OFFICE PRINCIPAL OFFICE AND ADDRESS

The registered agent of the Corporation shall be Kristopher E. Fernandez. The registered office address shall be 307 S. Boulevard, Suite D, Tampa, Florida 33606.

The address of the Corporation shall be 13014 North Dale Mabry Avenue, Tampa, Florida 33618.

6. BOARD OF DIRECTORS

The initial Board of Directors shall have one member whose name and address is as follows:

M. L. Vila, 13014 North Dale Mabry Avenue, Tampa, Florida 33618

The number of directors may be raised or lowered by amendment of the bylaws of the Corporation, but shall in no case be less than one.

7. INCORPORATOR

The incorporator of this Corporation is Kristopher E. Fernandez whose address is 307 S. Boulevard, Suite D. Tampa, Florida 33606.

In witness thereof, the undersigned incorporator has executed these Article of Incorporation this 30 day of October, 1996.

Kristopher E. Fernandez

ACCEPTANCE BY REGISTERED AGENT AND REGISTERED OFFICE

Having been named Registered Agent and designated to accept service of process for Productive Media, Inc., at 307 South Boulevard, Suite D, Tampa, Florida 33606 I hereby agree to act in this capacity. I further agree to comply with all the provisions of all the statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations provided for in Section 607.0501, Florida Statutes.

Kristopher E. Fernandez

Registered Agent