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1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

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SPECIAL INSTRUCTIONS _____

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ARTICLES OF INCORPORATION

FOR

STOREMEDIA, INC.

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is

STOREMEDIA, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is **815 ORIENTA AVE., SUITE 6, ALTAMONTE SPRINGS, FL 32701.**

ARTICLE III - DIRECTORS

The name and address of the initial director(s) is

**P/S/T/V/D MICHAEL CHATER
815 ORIENTA AVE, SUITE 6
ALTAMONTE SPRINGS, FL 32701**

ARTICLE IV - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE HUNDRED (100) shares having a par value of ONE DOLLAR (\$1.00) per share.


ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent for this corporation is PRABODH C. PATEL 815 ORIENTA AVE., SUITE 6, ALTAMONTE SPRINGS, FLORIDA 32701.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator for this corporation is Corporate Access, Inc., 1116-D Thomasville Road, Mount Vernon Square, Tallahassee, Florida 32303.

The undersigned incorporator has executed these Articles of Incorporation this 10TH day of DECEMBER, 1996.



Corporate Access, Inc.
President - Danny Bennett

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Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that STOREMEDIA, INC., desiring to organize or qualify under the laws of the State of Florida, has named PRABODH C. PATEL, a Florida corporation, located at Suite Six, 815 Orienta Avenue, Altamonte Springs, Florida 32701, as its agent to accept service of process within Florida.

Dated: 12/10/96

Corporate Access, Inc.


Incorporator

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 12/10/96


PRABODH C. PATEL, Registered Agent