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FROM: FORD, JETER & BOWLUS, P.A. ACCT#: 075350000442
CONTACT: VICKI CUMMINS
PHONE: (904) 268-7227 FAX #: (904) 262-3337

NAME: VIAMEDJA, INC.
AUDIT NUMBER.....H96000018220
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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904-268-7227
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TELECOPIER TRANSMISSION MEMORANDUM

DATE: December 31, 1996
TO: Division of Corporations
FAX: (904) 922-4000
FROM: Vicki Cummins
NO. OF PAGES
(including this
cover page): 2
SUBJECT: ViaMedia, Inc.
ENCLOSED: Electronic Filing/Articles of Incorporation

MESSAGE:

IF A COMPLETE AND LEGIBLE TRANSMISSION IS NOT RECEIVED, PLEASE CALL (904) 268-7227.

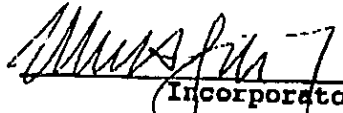
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ARTICLES OF INCORPORATION

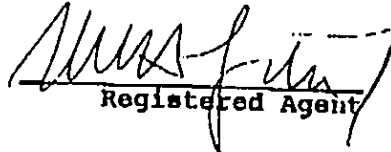
The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. Name. The name of the corporation is ViaMedia, Inc.
2. Principal Office/Mailing Address. The street address of the initial principal office is 12581 Mandarin Road, Jacksonville, Florida 32223. The mailing address of the corporation is 12581 Mandarin Road, Jacksonville, Florida 32223.
3. Shares. The number of shares the corporation is authorized to issue is 7,500 shares.
4. Initial Registered Office and Agent. The name and street address of the initial registered agent and office of this corporation is: William H. Jeter, Jr., 10110 San Jose Boulevard, Jacksonville, Florida 32257.
6. Incorporators. The name and address of the Incorporator is: William H. Jeter, Jr., 10110 San Jose Boulevard, Jacksonville, Florida 32257.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 31st day of December, 1996.


Incorporator

Having been named as registered agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes.


Registered Agent

PREPARED BY:
William H. Jeter, Jr., Esq.
Florida Bar No. 181462
10110 San Jose Boulevard
Jacksonville, Florida 32257
(904) 268-7227

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