

LAW OFFICE OF
KENNETH R. DUBOFF, P.A.

10920 BISCAYNE BOULEVARD
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Department of State
Division of Corporation
409 East Gaines Street
Tallahassee, Florida 32399

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December 27, 1996

Re: WORLDWIDE TARGETED VIDEO SERVICES, INC.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation and Designation of Resident Agent for the above-captioned new corporation.

We would appreciate your filing the Articles with your Department and forwarding a certified copy of the Articles of Incorporation together with the Corporate Charter to the undersigned.

Also, enclosed please find our law office check in the amount of \$122.50, payable to the Secretary of State, representing payment for Capital Stock Tax, Filing Fee, Certified Copy of the Articles of Incorporation and Registered Agent Filing Fee.

Thank you for your anticipated prompt attention to this matter.

Very truly yours


KENNETH R. DUBOFF
KRD/DRK

enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

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WORLDWIDE TARGETED VIDEO SERVICES, INC.
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

ARTICLE I
NAME OF CORPORATION

The name of the corporation shall be:

WORLDWIDE TARGETED VIDEO SERVICES, INC.

The address of the initial principal office of this corporation shall be:

**8351 N.W. 62 Way
Parkland, Florida 33067**

and the mailing address of the corporation shall be the same.

ARTICLE II
DURATION OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE III
GENERAL PURPOSE

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is **50,000,000** shares of common stock having **\$.001** par value per share.

ARTICLE V
INITIAL REGISTERED OFFICE & RESIDENT AGENT

The street address of the initial registered office of the corporation is **10920 Biscayne Boulevard, Miami, Florida 33161**, and the name of the initial registered agent at that address is **Kenneth R. Duboff**.

ARTICLE VI
INITIAL DIRECTOR

This corporation shall have one director initially. The name and street addresses of the initial director who shall hold office for the first year of the corporation, or until a successor is elected or appointed is:

Jeffrey D. Chandler
8351 N.W. 62 Way
Parkland, Florida 33067

ARTICLE VII
INITIAL OFFICER

The name and street address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until a successor is elected is:

Jeffrey D. Chandler
8351 N.W. 62 Way
Parkland, Florida 33067

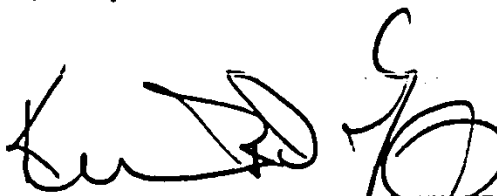
President/Sole Officer

ARTICLE VIII
INCORPORATOR OF CORPORATION

The name and street address of the incorporator to these Articles of Incorporation is:

Kenneth R. Duboff
10920 Biscayne Boulevard
Miami, Florida 33161

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, constituting the incorporator of this corporation has executed these Articles of Incorporation this 27th day of December, 1996.



Kenneth R. Duboff, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

The undersigned, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Chapter 607, Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed this Acceptance of Registered Agent for the above corporation on this 27th day of December, 1996.



Kenneth R. Duboff, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA