

P97000022650



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 281427 7124395

AUTHORIZATION : Patricia Pzyto

COST LIMIT : \$ 70

ORDER DATE : March 4, 1997

ORDER TIME : 1:38 PM

ORDER NO. : 281427-005

100002105731--9

CUSTOMER NO: 7124395

CUSTOMER: Mr. Larry Glauber  
MR. LARRY GLAUBER

Suite B-214  
669 West Oakland Park Boulevard  
Oakland Park, FL 33311

DOMESTIC FILING

NAME: AM.P. MEDIA, INC.  
~~AM-PM INC.~~

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

W97-5290

K.R. MAR - 6 1997

K.R. MAR 13 1997

FILED  
97 MAR -6 AM 8:17  
STATE  
TALLAHASSEE, FLORIDA  
RECEIVED  
97 MAR -6 AM 3:55  
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

March 6, 1997

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607

SUBJECT: AM:PM INC.  
Ref. Number: W97000005290

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for AM:PM INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6932.

Kimberly Rolfe  
Document Specialist

Letter Number: 797A00011580

RECEIVED  
MAR 12 PM 3:33

ARTICLES OF INCORPORATION  
OF

A.M.P.MEDIA, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

A.M.P.MEDIA, INC.

The address of the principal office of this corporation shall be Suite B-214, 669 West Oakland Park Boulevard, Oakland Park, Florida 33311 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

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 III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

FILED  
97 MAR -6 AM 8:17  
TALLAHASSEE, FLORIDA

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Larry Glauber Dir.	669 West Oakland Park Boulevard, Suite B-214 Oakland Park, Florida 33311
-----------------------	--

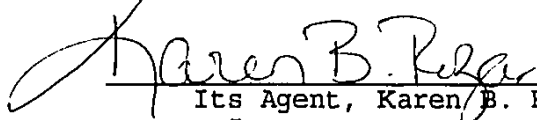
Daniel Smith Dir.	669 West Oakland Park Boulevard, Suite B-214 Oakland Park, Florida 33311
----------------------	--

ARTICLE VII. INCORPORATOR

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

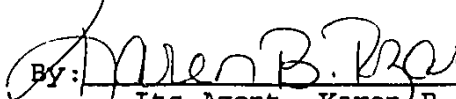
Corporation Agents, Inc.  
1201 Hays Street  
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on March 5, 1997.

  
\_\_\_\_\_  
Its Agent, Karen B. Rozar  
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, 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, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:   
\_\_\_\_\_  
Its Agent, Karen B. Rozar  
Authorized Service Representative  
Corporation Service Company

DBC/CHRISTOPHER SMITH

FILED  
97 MAR -6 AM 8:18  
STATE  
TALLAHASSEE, FLORIDA