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5/13/97

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001  
FROM: ACE INDUSTRIES, INC. ACCT#: 070744001530  
CONTACT: PAM FRIEDMAN  
PHONE: (305)358-2571 FAX #: (305)358-7832  
NAME: <sup>media</sup> NETWORK SYNDICATION, INC.  
AUDIT NUMBER.....H97000007856  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
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TALLAHASSEE, FLORIDA



## FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

May 13, 1987

ACE INDUSTRIES, INC.

SUBJECT: NETWORK SYNDICATION, INC.  
REF: W97000011094

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Beth Register  
Corporate Specialist SupervisorFAX Aud. #: H97000007856  
Letter Number: 297A00025572

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

197-7856

# ARTICLES OF INCORPORATION

Article 1: Name of Corporation NETWORK MEDIA SYNDICATION, INC.  
Address of Corporation 12555 BISCAYNE BOULEVARD SUITE 888  
NORTH MIAMI, FLORIDA 33181

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Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100, with a par value of \$0.0001. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED OFFICE: KENNETH J. COHEN  
and 1191 NORTHWEST 100th WAY  
REGISTERED AGENT: PLANTATION, FLORIDA 33322

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

Kenneth J. Cohen 5/13/97  
Signature of Registered Agent Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)  
First listed is President. Second is Secretary/Additional Directors.

1. KENNETH J. COHEN NICOLE M. MAZZA  
1191 NORTHWEST 100th WAY 1900 NORTH HIBISCUS  
PLANTATION, FL 33322 NORTH MIAMI, FLORIDA 33181

Article 5: The Name and Address of the INCORPORATOR is:

KENNETH J. COHEN  
1191 NORTHWEST 100th WAY  
PLANTATION, FLORIDA 33322

In witness whereof I have subscribed my name

Kenneth J. Cohen  
Signature of Incorporator

KENNETH J. COHEN

197-7856  
Prepared by:

ACE INDUSTRIES, INC.  
54 NW 11th Street  
Miami, FL 33138  
305-358-2571