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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: ORARY, BUCHANAN, BOWDISH, ET AL
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NAME: WEB TV OF THE TREASURE COAST, INC.

AUDIT NUMBER.....H97000014228

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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SECTION 1
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ARTICLES OF INCORPORATION 97 AUG 28 PH 4: 19
OF
WEB TV OF THE TREASURE COAST, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1
NAME

The name of the corporation shall be: **WEB TV OF THE TREASURE COAST, INC.**

ARTICLE 2
ADDRESS OF PRINCIPAL OFFICE OF CORPORATION

The principal office of the corporation shall be located at: 555 Colorado Avenue, Stuart, Florida 34995. The mailing address of the corporation shall be: Post Office Drawer 24, Stuart, Florida 34995-0115.

ARTICLE 3
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE 4
PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE 5
CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is One Thousand (1000) shares of common stock having a nominal or par value of One and no/100 Dollars (\$1.00).

Audit No. H97000014228
George F. Bowie, III
Crary, Buchanan, et al
Post Office Drawer 24, Stuart, FL 34995-0024
561-287-2600/Fla. Bar No. 197858

Audit No. H97000014228

**ARTICLE 6
REGISTERED AGENT**

The corporation's initial registered office and initial registered agent at that address shall be:

George F. Bovle, III

555 Colorado Avenue
Stuart, Florida 34995

**ARTICLE 7
DIRECTORS**

The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1) and no more than five (5). The names and street addresses of the members of the first Board of Directors who shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified are as follows:

George F. Bovle, III

555 Colorado Avenue
Stuart, Florida 34995

Mary Lou Bovle

555 Colorado Avenue
Stuart, Florida 34995

**ARTICLE 8
INCORPORATORS**

The names and street addresses of the incorporators of these Articles of Incorporation are as follows:

George F. Bovle, III

555 Colorado Avenue
Stuart, Florida 34995

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**ARTICLE 9
PREEMPTIVE RIGHTS**

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

**ARTICLE 10
INDEMNIFICATION**

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

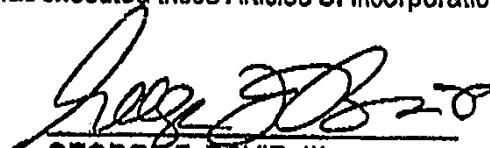
**ARTICLE 11
AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE 12
MISCELLANEOUS**

Stockholders and directors meetings may be held within or without the State of Florida.

The undersigned incorporator has executed these Articles of Incorporation this 27th day of August, 1987.


GEORGE F. BOVIE, III

Audit No. H97000014228

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501, Florida Statutes (1993), the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

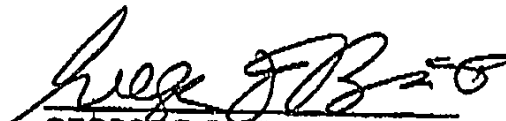
The name of the corporation is **WEB TV OF THE TREASURE COAST, INC.**

The name and address of the initial registered agent and office is:

George F. Bovie, III

555 Colorado Avenue
Stuart, Florida 34995

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


GEORGE F. BOVIE, III
Registered Agent

Audit No. H97000014228