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James E. Johnson II

September 30, 1997

Florida Department of State
Division of Corporations
New Filings Department
P.O. Box 6327
Tallahassee, Florida 32314

200002310852--3
-10/03/97--01013--002
*****70.00 *****70.00

Re: Emergency Media Management Associates, Inc.
Articles of Incorporation

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the executed Articles of Incorporation for Emergency Media Management Associates, Inc. I am also enclosing a check in the amount of \$70.00 for payment of the filing fee.

Please file the original Articles and return the date stamped copy back to this office in the enclosed self-addressed, stamped envelope.

If you have any questions, please do not hesitate to contact my office.

Sincerely,


James E. Johnson

JEJ/sah
Enclosures

FILED
97 OCT -3 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc 10/6/97

ARTICLES OF INCORPORATION

FILED

OF

97 OCT -3 AM 9: 58

EMERGENCY MEDIA MANAGEMENT ASSOCIATES, INC.,
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person, competent to contract, and hereby forms a Corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation shall be **EMERGENCY MEDIA MANAGEMENT ASSOCIATES, INC.**

ARTICLE II - NATURE OF BUSINESS

The purpose of this Corporation is to engage in every aspect of acting as an advertising agency and to 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 time is 100 shares of common stock, each share having \$0.10 par value per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the original registered office of this corporation shall be 10575 - 68th Avenue North, Building C-1, Seminole, Florida 33772, and the name of the initial registered agent of this Corporation at that address is JEFFREY LEDGERWOOD.

ARTICLE VI - DIRECTORS

The number of Directors may be increased from time to time in the manner set forth in the By-Laws, but the number of Directors shall never be less than one (1).

ARTICLE VII - INITIAL DIRECTORS

The name and street address of the first Board of Directors who shall hold office until their successors are elected or appointed and have qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JEFFREY LEDGERWOOD	10575 - 68th Avenue North Building C-1 Seminole, Florida 33772
PHILLIP DAVIS	10575 - 68th Avenue North Building C-1 Seminole, Florida 33772
JEFFREY DAVIS	10575 - 68th Avenue North Building C-1 Seminole, Florida 33772

The persons named as Directors of the Corporation are of full age and are residents of the United States.

ARTICLES VIII - INITIAL OFFICERS

The Corporation's initial officers shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>
JEFFREY LEDGERWOOD, President	10575 - 68th Avenue North Building C-1 Seminole, Florida 33772
PHILLIP DAVIS, Vice President of Operations/ Secretary/ Treasurer	10575 - 68th Avenue North Building C-1 Seminole, Florida 33772
JEFFREY DAVIS, Vice President of Media Consulting	10575 - 68th Avenue North Building C-1 Seminole, Florida 33772

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is JEFFREY LEDGERWOOD, an initial Director, whose address is 10575 - 68th Avenue North, Building C-1, Seminole, Florida 33772.

ARTICLE X - BY-LAWS


The initial By-Laws of the Corporation shall be adopted by the Board of Directors at the organizational meeting; thereafter the power to adopt, alter, amend or repeal the By-Laws shall be vested in the Shareholders of the Corporation.

ARTICLE XI - PRINCIPAL OFFICE

The principal office of this Corporation shall be 10575 - 68th Avenue North, Building C-1, Seminole, Florida 33772.

IN WITNESS WHEREOF, we have hereunto set our hands and seal,

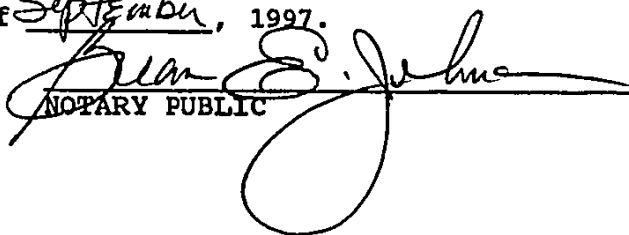
acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 8 day of September, 1997.


JEFFREY LEDGERWOOD, Initial Director

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared
JEFFREY LEDGERWOOD, who provided _____ as
identification and who executed the foregoing Articles of
Incorporation, and he acknowledged before me that he executed the
same for the purposes therein expressed.

Witness my hand and official seal in the County and State of
named above this 8 day of September, 1997.


NOTARY PUBLIC

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

JEFFREY LEDGERWOOD

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted in compliance with said Act:

That EMERGENCY MEDIA MANAGEMENT ASSOCIATES, INC.,
desiring to organize under the laws of the State of Florida with
its principal office, as indicated in the Articles of Incorporation
at City of Seminole, County of Pinellas, State of Florida, has
named JEFFREY LEDGERWOOD located at 10575 - 68th Avenue North,
Building C-1, Seminole, Florida 33772, as its agent to accept
service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-
stated Corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.



JEFFREY LEDGERWOOD
as Registered Agent

FILED
97 OCT -3 AM 9:59
SEAL OF THE STATE
TALLAHASSEE, FLORIDA