44 W. 71  miani City/State/	H. Kreeger A  questor's Name  [agler St # 1725  Address  71 33130  Zip Phone #  NAME(S) & DOCUMENT NO	98 JAN 27 PM 4: 15 SECRETARY OF STATE TALLAHASSEE, FLORIDA  Office Use Only  JMBER(S), (if known):
1. Media Flow 21, Lwc. (Corporation Name) (Document #)		
2	·	(Document #)  (Document #)
(Corporation Name) (Document #)  Walk in Pick up time Certified Copy  Mail out Will wait Photocopy Certificate of Status		
NEW FILINGS	AMENDMENTS	
Profit	Amendment	如是阿里拉克·加克斯特克·
NonProfit	Resignation of R.A., Officer/D	irector
Limited Liability	Change of Registered Agent	
Domestication	Dissolution/Withdrawal	
Other	Merger	
OTHER FILINGS  Annual Report  Fictitious Name  Name Reservation	REGISTRATION/ QUALIFICATION  Foreign Limited Partnership Reinstatement Trademark	P Hall JAN 2 8 1998
	Other	-
		Examiner's Initials

#### ARTICLES OF INCORPORATION

OF

FILED

MediaFlow 21, Inc.

98 JAN 27 PM 4: 15

SECRETARY OF STATE

The undersigned incorporator, a natural person over the age of FLORIDA eighteen (18) years, hereby makes, subscribes, acknowledges, executes and files these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

## ARTICLE I

The name of the corporation is:

MediaFlow 21, Inc.

# ARTICLE II

The duration of this corporation shall be perpetual.

## ARTICLE III

The purpose of this corporation is to conduct business and economic activities of all kinds both within and without the State of Florida. The purpose of this corporation also shall include the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

### ARTICLE IV

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any time is five thousand (5,000) shares of common capital stock at \$1.00 par value.

### ARTICLE V

The street address of the initial principal office of this corporation is 27825 S.W. 164 Court, Homestead, Florida 33031, and the name and address of the corporation's initial registered agent is Julian H. Kreeger,

44 West Flagler Street, Suite 1725, Miami, Florida 33130.

## ARTICLE VI

The shareholders of this corporation shall act in lieu of a Board of Directors, and all the powers, privileges, duties and responsibilities that otherwise would apply to the Directors of the company shall instead apply to, be exercised by, and be attached to the shareholders of the company. In voting on any matter, the shareholders shall be entitled to one vote for each share of stock owned, and in all matters a majority of the company's issued and outstanding stock shall constitute a quorum, and a majority of shares at any meeting where a quorum is present shall decide any question before the meeting.

## ARTICLE VII

The name and address of the incorporator of this corporation is:

#### JULIAN H. KREEGER

IN WITNESS WHEREOF, the undersigned incorporator has executed and acknowledged these Articles of Incorporation this 23rd day of 98 JAN 27 PM 4: 16 January, 1998.

STATE OF FLORIDA COUNTY OF DADE

SS

BEFORE ME, the undersigned authority, this day personally appeared JULIAN H. KREEGER, who, after being duly cautioned and sworn, under oath acknowledged that he executed the foregoing Articles of Incorporation freely and voluntarily and for the purpose therein expressed.

SWORN TO AND SUBSCRIBED BEFORE ME by JULIAN H. KREEGER, who is identification this  $\stackrel{>}{\sim}$  day of January, 1998.

Signature:

Name: Title:

Commission Number: Commission Expires: **MERCEDES FRASES** 

Notary Public, State of Florida My Comm. Expires Apr.20, 1998 No. CC 356360 Bonded That Militirial Natury Bregier

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

First, that MediaFlow 21, Inc. desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business at:

27825 S.W. 164th Court Homestead, Florida 33031

has named <u>Julian H. Kreeger</u>, as resident agent, located at <u>44 West Flagler Street</u>, <u>Suite 1725</u>, <u>Miami</u>, <u>Florida</u>, as its agent to accept service of process within Florida.

JULIAN H. KREEGER, Sole Incorporator

JULIAN H. KREEGER, Resident Agent Title

January 23, 1998 Date

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

JULIAN H. KREEGER, Resident Agent

<u>January 23, 1998</u>

Date