CT CORPORATION SYSTEM		TALLAMASSEE, ELORIDA
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## FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 30, 1998

CT CORPORATION SYSTEM 660 EAST JEFFERSON STREET TALLAHASSEE, FL 32301

SUBJECT: FIRST MEDIA FLORIDA, INC.

Ref. Number: W98000002210

- Re: First Media of Miami, Inc.

We have received your document for FIRST MEDIA FLORIDA, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6932.

Kimberly Rolfe Document Specialist

Letter Number: 498A00005519

Walk-In Pick-UP 2/3/98

## STATE OF FLORIDA

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## ARTICLES OF INCORPORATION

OF

## FIRST MEDIA OF MIAMI, INC.

FIRST: The corporate name under Section 607.0401 is: First Media of Miami, Inc.

SECOND: The street address of the Corporation is: 12250 Biscayne Boulevard, Suite 218, Miami, Florida 33181.

THIRD: The number of shares the Corporation is authorized to issue is: 200 common shares, each share shall have a \$1.00 par value.

FOURTH: Provisions granting preemptive rights are:

FIFTH: Provisions for the regulation of the internal affairs of the Corporation are: None

SIXTH: The street address of the initial registered office of the Corporation is: c/o CT Corporation System, 1200 South Pine Island Road, City of Plantation, Florida 33324, and the name of its initial registered agent at such address is: CT Corporation System.

SEVENTH: The name and address of the incorporator is: Susan E. Harlos, c/o Jaeckle Fleischmann & Mugel, LLP, Fleet Bank Building, Twelve Fountain Plaza, Buffalo, New York 14202-2292.

The undersigned has executed these Articles of Incorporation this 29th day of January 1998.

Susan E. Harlos, Incorporator

SPECIAL ASSISTANT SECRETARY

SECTION 607.0501 (3) F.S.: CT CC	STERED AGENT AS REQUIRED IN PROPERTION SYSTEM IS FAMILIAR PROVIDED FOR IN SECTION (CREEN FOR COMMERCE OF COMMERCE
Dated:	CT CORPORATION SYSTEM SSEE, FLOOR
	By: CONNIE BRYAN