

3/26/98

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: TV AIR, INC.

AUDIT NUMBER.....H98000005874

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

CERT. OF STATUS..0

PAGES.....

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION OF
TV AIR, INC.

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

ARTICLE I

The name of the corporation shall be: TV AIR, INC.

ARTICLE II

The principal place of business and mailing address of this corporation shall be: 6955 N.W. 77th Avenue, Suite #405, Miami, FL 33166.

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (500) shares having a par value of One Dollar (\$1.00) per share. Such shares shall be of a single class of common stock.

ARTICLE IV

The name and address of the initial registered agent is: Mary C. Gomez, Esq., 419 West 49th Street, Suite 219, Hialeah, FL 33012.

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The corporation shall be managed by a Board of Directors of at least one(1) Director. The Directors shall be elected by the shareholders of the corporation. The name and street address of the persons who are to serve as members of the initial Board of Directors are: Antonio R. Castellanos, 7095 N.W. 179th Street, #208, Miami, FL 33015; and Mary C. Gomez, 419 West 49th Street, #219, Hialeah, FL 33012.

Prepared by: Mary C. Gomez, P.A.
419 West 49th Street
Suite 219
Hialeah, FL 33012
(305) 556-6800
F.B.N.: 63762

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ARTICLE VII

The corporation shall have these initial officers to be elected annually by the Board of Directors:

President:	Antonio R. Castellanos
Vice-President:	Mary C. Gomez
Secretary/Treasurer:	Antonio R. Castellanos

ARTICLE VIII

The name and street address of the incorporator to these Articles of Incorporation is Antonio R. Castellanos, 7095 N.W. 179th Street, #208, Miami, FL 33015.

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25 day of March, 1998.


ANTONIO R. CASTELLANOS

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501,
FLORIDA STATUTES, 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.

1. The name of the corporation is:

TV AIR, INC.

2. The name and address of the registered agent and office is:

Mary C. Gomez, Esq.

(Name)

419 West 49th Street, Suite 219

(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Hialeah, FL 33012

(City/State/Zip)

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.


(Signature)

3-25-98

(Date)

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TALLAHASSEE, FLORIDA

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