

4/06/98

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: LUIS URIARTE

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: SPIKE, INC.

AUDIT NUMBER.....H98000006525

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

CERT. OF STATUS..1

PAGES.....4

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Spike, Inc.

EFFECTIVE DATE
4-3-98

Article II. Address

The mailing address of the Corporation is:
Spike, Inc.
770 Claughton Island Drive, Suite 1210
Miami FL 33131

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Tim Hartley
World Trade Center
80 SW 8th Street, Suite 2520
Miami FL 33130

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Robert Scott Lonardo

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Tim Hartley | FL Bar Member 979066
Valle & Craig, P.A.
World Trade Center
80 SW 8th Street, Suite 2520
Miami FL 33130
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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

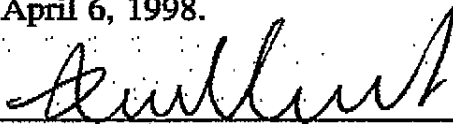
The name and address of the incorporator is:

Tim Hartley
Valle & Craig, P.A.
World Trade Center
80 SW 8th Street, Suite 2520
Miami FL 33130

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on April 3, 1998.

The undersigned incorporator executed these Articles of Incorporation on April 6, 1998.



TIM HARTLEY

by L.A. Uriarte as attorney-in-fact

Tim Hartley | FL Bar Member 979066
Valle & Craig, P.A.
World Trade Center
80 SW 8th Street, Suite 2520
Miami FL 33130
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Spike, Inc.

REGISTERED AGENT/OFFICE:

Tim Hartley
World Trade Center
80 SW 8th Street, Suite 2520
Miami FL 33130

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



TIM HARTLEY

by L.A. Uriarte as attorney-in-fact

Date: April 6, 1998

Tim Hartley | FL Bar Member 979066
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