

LAW OFFICE OF
CLARK & KORTENHAUS, P.A.

Blair W. Clark
Daniel J. Kortenhaus

300 31st Street North, #101
Post Office Box 13175
St. Petersburg, FL 33733-3175
Tel: (813) 327-0098
Fax: (813) 327-7114

P980000031620

DIVISION OF CORPORATIONS
409 EAST GAINES STREET
TALLAHASSEE, FLORIDA 32399

300002480363--4
-04/06/98-01116-015
*****70.00 *****70.00

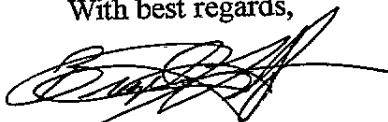
Re: **WORLD CLASS BROADCASTING, INC.**

Dear Messrs.:

Enclosed please find two originals of Articles of Incorporation for the above referenced corporation. *Please immediately file an original* and return a date stamped original in the express envelope provided. Also enclosed is one check in the amount of \$70 for the filing fee and the designation of registered agent. As you will be returning a date stamped original, I am not enclosing \$52.50 for a certified copy.

Thank you for your attention in this matter.

With best regards,



Bryon T. LoPreste

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 APR -6 AM 8:38

BL
Enclosures
(c:\wp60\form\corporat\corpfile.let)

W98-7542

BT
4/7

ARTICLES OF INCORPORATION
OF
WORLD CLASS BROADCASTING, INC.

ARTICLE I
NAME

The name of this corporation is World Class Broadcasting, Inc.

ARTICLE II
DURATION

This Corporation shall exist perpetually, commencing as of March 31, 1998.

ARTICLE III
PURPOSE

This Corporation is organized for the purposes of producing and broadcasting media for radio, television, and print and engaging in any and all other lawful business as may be conducted within the State of Florida.

ARTICLE IV
CAPITAL STOCK

This Corporation is authorized to issue 7,500 shares of \$0.00 par value common stock.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT
AND PRINCIPAL OFFICE

The initial registered agent of the corporation is Blair W. Clark and the street address of the registered agent of this Corporation is 300-31st Street North, Suite 101, St. Petersburg, Florida 33713. The street address of the office of the Corporation is 509 Haverhill Lane, Safety Harbor, Florida 34695.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named Corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR -6 AM 8:38

comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 31st day of March, 1998.


Blair W. Clark, Registered Agent

ARTICLE VI INITIAL BOARD OF DIRECTORS

This Corporation initially shall have four directors. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one nor greater than five. The names and addresses of the initial directors of this Corporation are as follows:

<u>Name</u>	<u>Address</u>
Dr. Jean Houston	P.O. Box 3300 309 Camphill Road Pomona, NY 10970
Dee Campbell	509 Haverhill Lane Safety Harbor, Florida 34695
Jeff Ray	2040 Hillwood Drive Clearwater, FL 33763
Norm Hale	605 So. Oregon Ave., Apt. D Tampa, FL 33606

FILED STATE
SECRETARY OF CORPORATIONS
98 MAR -6 PM 8:38

ARTICLE VII INCORPORATOR

The name and address of the person signing these Articles as Incorporator is:

<u>Name</u>	<u>Address</u>
Blair W. Clark	300 - 31st Street North, Suite 101 St. Petersburg, FL 33713

ARTICLE VIII CUMULATIVE VOTING

There shall be no cumulative voting rights for shareholders of the Corporation.

**ARTICLE IX
PREEMPTIVE RIGHTS**

There shall be no preemptive rights for shareholders of the Corporation.

**ARTICLE X
INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

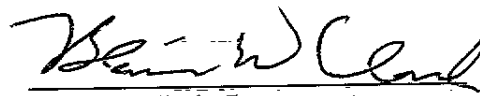
**ARTICLE XI
BY-LAWS**

The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the By-Laws or adopt new By-Laws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

**ARTICLE XII
AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed has executed these Articles of Incorporation this 31st day of March, 1998.


Blair W. Clark, Incorporator