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JASON O'STEEN
22783 S. STATE RD. 7 #92
BOCA RATON, FL 33428-4

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****122.50 ****122.50

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
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NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

FILED
98 APR 20 AM 8:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BROCK APR 22 1998

Examiner's Initials	
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**ARTICLES OF INCORPORATION
OF
SHEFFIELD MEDIA GROUP, INC.**

FILED
98 APR 20 AM 8:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is Sheffield Media Group, Inc., and its address is 22783 S. State Road 7, Suite 92, Boca Raton, Florida 33428-5427.

ARTICLE II

DURATION

The duration of the corporation is perpetual.

ARTICLE III

PURPOSES

The general purposes for which the corporation is organized are:

- (1) To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- (2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

AUTHORIZED SHARES

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 22783 S. State Road 7, Suite 92, Boca Raton, Florida 33428-5427, and the name of its initial registered agent at such address is Jason O'Steen.

ARTICLE VI

DIRECTORS

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial board of directors is one (1). The name and address of the person who is to serve as the member of the initial board of directors is:

Jason O'Steen
22783 S. State Road 7, Suite 92
Boca Raton, Florida 33428-5427

ARTICLE VII

INCORPORATOR

The name and address of the incorporator is:


Jason O'Steen
22783 S. State Road 7, Suite 92
Boca Raton, Florida 33428-5427

ARTICLE VIII

INDEMNIFICATION

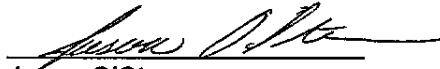
The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the 18 day of April, 1998.


Jason O'Steen, Incorporator

ACKNOWLEDGEMENT OF APPOINTMENT OF REGISTERED AGENT

Having been named the registered agent for the above corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.


Jason O'Steen,
Registered Agent

STATE OF FLORIDA
COUNTY OF BROWARD

Before me this day personally appeared **Jason O'Steen** who, being duly sworn, executed the foregoing instrument, and acknowledged the same to be his free act and deed.

WITNESS my hand and official seal, this 17 day of April, 1998.

NOTARY PUBLIC



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TALLAHASSEE, FLORIDA