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WRIGHT, FULFORD, MOORHEAD & BROWN, P.A.

ATTORNEYS

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POST OFFICE BOX 2828
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Timothy R. Moorhead

(407) 425-0234
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(407) 425-0260

May 11, 1998

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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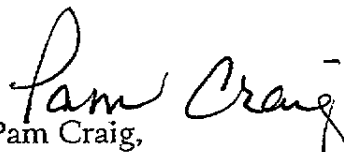
RE: Articles of Incorporation for Mainstream Latino, Inc.

Dear Sir/Madam:

Enclosed please find our firm's draft in the amount of \$122.50 for the cost of filing the enclosed Articles of Incorporation for Mainstream Latino, Inc., and returning a certified copy of the same to my office. I have enclosed herewith a copy of the Articles of Incorporation for your convenience.

Thank you for your assistance in this matter, and should you have any questions, please do not hesitate to contact me.

Sincerely,


Pam Craig,
Assistant to Mr. Moorhead

/pc
Enclosures

APPROVED
AND
FILED
98 MAY 14 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAY 18 1998

APPROVED
AND
FILED

ARTICLES OF INCORPORATION
OF
MAINSTREAM LATINO, INC.

98 MAY 14 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers of these Articles of Incorporation, natural person, competent to contract, hereby form a Corporation under the laws of the State of Florida.

**ARTICLE I
NAME AND PRINCIPAL OFFICE**

The name of the Corporation shall be Mainstream Latino, Inc. The address of the Corporation shall be 825 Sunshine Lane, Altamonte Springs, Florida 32714.

**ARTICLE II
AUTHORIZED STOCK**

The Corporation is authorized to issue 100 Shares of \$1.00 par value Common Stock.

**ARTICLE III
VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Stock of the Corporation.

**ARTICLE IV
INCORPORATORS**

The name(s) and address(es) of the person(s) signing these Articles of Incorporation is/are:

NAME

ADDRESS

John O'Donnell

825 Sunshine Lane
Altamonte Springs, FL 32714

**ARTICLE V
PREEMPTIVE RIGHTS**

The Corporation elects to have preemptive rights as set forth in Florida Statute §607.0630(2).

**ARTICLE VI
INITIAL REGISTERED OFFICE, REGISTERED
AGENT AND RESIDENT AGENT**

The street address of the initial registered office of this Corporation is 825 Sunshine Lane, Altamonte Springs, Florida 32714. The name of the initial Registered Agent and Resident Agent of this Corporation is John O'Donnell.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

This Corporation shall have two (2) director(s) initially. 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 (1). The name and address of the initial director(s) of this Corporation is/are:

<u>NAME</u>	<u>ADDRESS</u>
John O'Donnell	825 Sunshine Lane Altamonte Springs, FL 32714
James DeLaRaza	825 Sunshine Lane Altamonte Springs, FL 32714

**ARTICLE VIII
OFFICERS OF THE CORPORATION**

The name and address of the Officers are:

<u>NAME</u>	<u>ADDRESS</u>
John O'Donnell Incorporator, President, Director Secretary, Treasurer	825 Sunshine Lane Altamonte Springs, FL 32714
James DeLaRaza Vice President, Director	825 Sunshine Lane Altamonte Springs, FL 32714

**ARTICLE IX
PURPOSE**

The Corporation is to engage in all lawful businesses, including all powers necessary or convenient to effect its purpose.

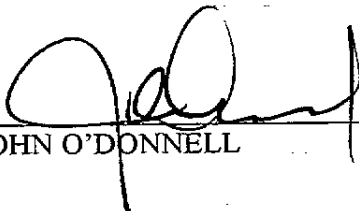
**ARTICLE X
INDEMNIFICATION**

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

**ARTICLE XI
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 subscriber has executed these Articles of Incorporation this 30 day of April, 1998, being the incorporator, this date and undersigned adopts these Articles of Incorporation.



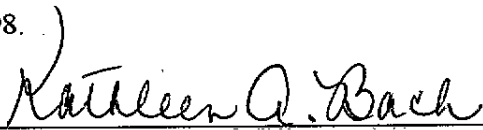
JOHN O'DONNELL

STATE OF FLORIDA)

COUNTY OF SEMINOLE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared John O'Donnell, to me and known to me to be the person who executed the foregoing Articles of Incorporation and she executed said Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 30 day of April, 1998.)




Notary Public State of Florida



KATHLEEN A BACH
My Commission CC565067
Expires Jun. 21, 2000

ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT the appointment to act in the capacity of Registered Agent and Resident Agent and agree to comply with the provisions of the laws of the State of Florida relative to keeping said offices open. I am familiar with and accept the obligations provided for in Florida Statute §607.0505.




JOHN O'DONNELL

STATE OF FLORIDA)

COUNTY OF SEMINOLE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared John O'Donnell, to me and known to me to be the person who executed the foregoing Articles of Incorporation and he executed said Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 30 day of April, 1998.



Notary Public State of Florida



KATHLEEN A BACH
My Commission CC565067
Expires Jun. 21, 2000

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AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA