

P98000048682

LINDA GRECK  
3121 S.W. 116TH AVENUE  
DAVIE, FLORIDA 33330

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY 27 PM 2:51

May 22, 1998

VIA FEDERAL EXPRESS

Florida Division of Corporations  
Bureau of Corporate Records  
409 East Gaines Street  
Tallahassee, Florida 32301

100002536731--8

-05/27/98-01067-019

\*\*\*122.50 \*\*\*122.50

RE: MEDIAMATTERS, INC.

Gentlemen:

Enclosed for filing with your office are the original Articles of Incorporation for the above-captioned corporation. A check in the amount of One Hundred Twenty Two and 50/100 Dollars (\$122.50) made payable to the Secretary of State is enclosed representing payment as follows:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	35.00
<b>TOTAL</b>	<b><u>\$ 122.50</u></b>

After filing, please mail a certified copy of the Articles of Incorporation to the undersigned in the enclosed self addressed stamped envelope.

Very truly yours,

  
LINDA GRECK

CORPORAT\SECFILE.LTR

D. BROWN JUN - 1 1998

ARTICLES OF INCORPORATION  
OF  
MEDIAMATTERS, INC.

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ARTICLE I - NAME

The name of this corporation is MEDIAMATTERS, INC.

ARTICLE II CORPORATE EXISTENCE

The existence of this corporation shall commence on the day of filing; provided that if such day not be authorized under law, then on the earliest day allowable pursuant to Florida law for the commencement of corporate existence. The duration of the corporation shall be perpetual.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business as provided by Florida Statutes, Chapter 607, Florida Business Corporation Act, as it exists on the date hereof or as it may hereafter be amended.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00).

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial place of business of this corporation is 3121 S.W. 116th Avenue, Davie, Florida 33330, and the name and address of the initial registered agent of this corporation is Darrin Greck, Dolphin Gas Systems, 1614 N.E. 205 Terrace, North Miami Beach, Florida 33179.

ARTICLE VI - COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of one (1) person, whose name and address is Linda Greck, 3121 S.W. 116th Avenue, Davie, Florida 33330. The number of directors may be either increased or decreased from time to time as provided by in the By-Laws of this corporation, but shall never be less than one.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Linda Greck, and the name and address of the person signing these Articles of Incorporation as Registered Agent is Darrin Greck, Dolphin Gas Systems, 1614 N.E. 205 Terrace, North Miami, Florida 33179.

ARTICLE IX - BY-LAWS

The power to alter, amend or repeal By-Laws shall be vested in each of the Board of Directors and the shareholders of this corporation.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director of this corporation, to the fullest 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

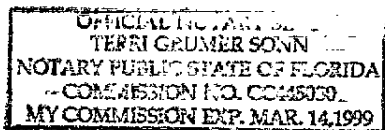
amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 22<sup>nd</sup> day of May, 1998.

Linda Greck  
LINDA GRECK,  
Incorporator

STATE OF FLORIDA                     )  
  ) SS  
COUNTY OF MIAMI-DADE         )

The foregoing instrument was acknowledged before me this 22<sup>nd</sup> day of May, by LINDA GRECK, who is personally known to me or who has produced \_\_\_\_\_ as identification.



Terri Gruner Sonn  
Notary Public - State of Florida  
TERRI G. SONN  
Printed name of Notary Public

NOTARY PUBLIC  
Title

Serial number

My Commission Expires:

NOTARIAL SEAL

CERTIFICATE OF INCORPORATION

ACCEPTANCE

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 said designation as Registered Agent and agree to comply with the provisions of law relative to keeping

open said office.

*Darrin Greck*  
DARRIN GRECK  
Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY 27 PM 2:51

STATE OF FLORIDA                     )  
  ) SS  
COUNTY OF MIAMI-DADE            )

The foregoing instrument was acknowledged before me this 26  
day of MAY 1998, by DARRIN GRECK, as Registered Agent of  
MEDIAMATTERS, INC., a Florida corporation, who is personally known  
to me or who has produced Fl. Dr. Lic. as identification.

G 620 172 60 460 0

*Judith L. Aronson*  
Notary Public - State of Florida  
Judith L. Aronson  
Printed name of Notary Public

NOTARY PUBLIC *Clear Typist II*  
Title  
CC 542011  
Serial number

My Commission Expires:

NOTARIAL SEAL

GRECK\ART.INC

NOTARY PUBLIC  
STATE OF FLORIDA  
JUDITH L. ARONSON  
COMMISSION # CC 542011  
EXPIRES APR 02, 2000  
BONDED THRU  
ATLANTIC BONDING CO., INC