

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
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NAME: WORLDWIDE MEDIA GROUP CORPORATION

AUDIT NUMBER.....H98000011971

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

CERT. OF STATUS..0

PAGES..... 3

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**ARTICLES OF INCORPORATION OF  
WORLDWIDE MEDIA GROUP CORPORATION**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

**ARTICLE ONE  
NAME AND INITIAL PRINCIPAL OFFICE**

The name of the corporation is WORLDWIDE MEDIA GROUP CORPORATION. The initial principal office of the corporation is 5154 N.W. 165th Street, Hialeah, Florida 33014.

**ARTICLE TWO  
CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE THREE  
PURPOSE OR PURPOSES**

The general purpose for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, and to do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE FOUR  
CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is 1000 (one thousand). Such shares shall be of a single class, and shall be without par value.

**ARTICLE FIVE  
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 5154 N.W. 165th Street, Hialeah, Florida 33014, and the name of its initial registered agent at such address is Bruce Sardinia.

Prepared by: Jonathan K. Winer, Esq.  
1 S.E. 3rd Avenue, Suite 2200  
Miami, Florida 33131  
Phone: (305) 377-1778  
Florida Bar Number: 509970

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**ARTICLE SIX  
DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is 2 (two). The name and address of each person who is to serve as a member of the board of directors is:

<u>Name</u>	<u>Address</u>
Bruce Sardinia	5154 N.W. 165th Street Hialeah, Florida 33014
Thor Halvorssen	5154 N.W. 165th Street Hialeah, Florida 33014

Executed by the undersigned at Miami, Florida this 24<sup>th</sup> day of June, 1998.

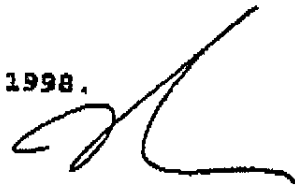
Incorporator:

- Name: Jonathan K. Winer, Esq.
- Address: 1 S.E. 3rd Ave.  
Suite 2200  
Miami, Florida 33131

**CONSENT TO SERVE AS REGISTERED AGENT  
FOR  
WORLDWIDE MEDIA GROUP CORPORATION**

Having been named in the State of Florida as registered agent, and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

DATED this 24<sup>th</sup> day of June, 1998.

X   
Bruce Sardinia

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