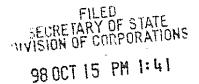
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CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahussee, Flurida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222 Three Ster Media Lie	98 OCT 15 PH 1: 41 OF STATE OF
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Articles of Incorporation of Three Star Media. Inc.

KNOWN ALL PERSONS BY THESE PRESENTS, that the undersigned, natural person of the age of twenty-one years or more, acting as incorporator of a corporation under the provisions of the statutes of the State of Florida, adopts the following Articles of Incorporation.

ARTICLE I CORPORATE NAME

The name of the corporation is:

Three Star Media, Inc.

EFFECTIVE DATE

ARTICLE II CORPORATE ADDRESS

The principal office and mailing address of the corporation is:

40146 Trotter Lane Dade City, Florida 33523

ARTICLE III PURPOSES AND POWERS

The corporation is formed to undertake all lawful business activities.

ARTICLE IV

The effective date of this corporation shall be October 9, 1998.

ARTICLE V DURATION

The term of existence for the corporation shall be perpetual, starting on the effective date filed with the Florida Department of State.

ARTICLE VI AUTHORIZED SHARES

The capital stock for the corporation shall be **ONE HUNDRED** (100) shares of common stock having a par value of **ONE CENT** (0.01) per share.

ARTICLE VII REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of the corporation shall be:

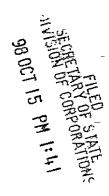
Patrick Brunato 40146 Trotter Lane Dade City, Florida 33523

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

Patrick Brunato

In witness whereof, the undersigned subscriber executed these Articles of Incorporation on the 9th day of October, 1998

Patrick Brunete



Acceptance of Designation as Registered Agent

Having been named as Registered Agent and to accept service of process for:

Three Star Media, Inc.

My name and Address are:

Patrick Brunato 40146 Trotter Lane Dade City, Florida 33523

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 relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Signed on the 9th day of October 1998.

Patrick Brunato