



# PHILLIPS GULF CORPORATION



8767 115th Avenue North  
Largo, Florida 34643  
(813) 319-4405 • Fax (813) 397-2198

PP80000103771

December 7, 1998

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-12/11/98--01053--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Florida Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

EXPIRATION DATE  
1-1-99

Re: Gulf Coast Media Group, Inc.

Dear Sir/Madam:

Please find enclosed Articles of Incorporation for the above-referenced corporation for filing. Also enclosed is a check in the amount of \$78.75 in payment of the filing fee, registered agent fee and a certified copy of the Articles of Incorporation. Please return the certified copy to: Norma Meadows, 19235 U.S. Highway 41 North, Lutz, FL 33549.

Thank you for your cooperation in this matter. If you have any questions, please give me a call.

Sincerely yours,

*Karen Lynch*

Karen Lynch

enclosures

98 DEC 11 11:53  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
F44-120  
X

**ARTICLES OF INCORPORATION  
OF  
GULF COAST MEDIA GROUP, INC.**

**FILED**  
98 DEC 11 AM 11:53  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I - NAME**

The name of this corporation is Gulf Coast Media Group, Inc. (the "Corporation").

**ARTICLE II - EFFECTIVE DATE/DURATION**

The Corporation shall begin its existence on January 1, 1999 and it shall have perpetual existence.

**EFFECTIVE DATE**  
1-1-99

**ARTICLE III - PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of this Corporation is 3837 Northdale Boulevard, Suite 354-G, Tampa, FL 33624.

**ARTICLE IV - PURPOSE**

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE V - CAPITAL STOCK**

This Corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 2804 Smither Road, Tampa, FL 33618. The name of the initial registered agent at such address is Karen Lynch.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time in the manner provided in the By-Laws but shall never

be less than one (1). The name and address of the initial director of this Corporation is: Karen Lynch, 2804 Smitter Road, Tampa, FL 33618.

<u>Name</u>	<u>Address</u>
Karen Lynch	2804 Smitter Road Tampa, FL 33618

#### ARTICLE VIII - BY-LAWS

The initial By-Laws of this Corporation shall be adopted by the initial director of this Corporation.

#### ARTICLE IX - INDEMNIFICATION

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

#### ARTICLE X - INCORPORATOR

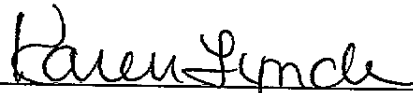
The name and address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Karen Lynch	2804 Smitter Road Tampa, FL 33618

#### ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act, as amended from time to time.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 8th day of December, 1998.

  
Karen Lynch, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE FOREGOING CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HER DUTIES.

DATED THIS 8th DAY OF DECEMBER, 1998.

By: Karen Lynch  
Karen Lynch  
Registered Agent

STATE OF FLORIDA )

COUNTY OF HILLSBOROUGH )

**FILED**  
98 DEC 11 AM 11:53  
CLERK OF STATE  
TALLAHASSEE FLORIDA

The foregoing instrument was acknowledged before me this 8th day of December 1998 by Karen Lynch who, as Incorporator, executed the foregoing Articles of Incorporation, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did/did not take an oath on behalf of the corporation.

Leslie Kim Robinson  
NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:

