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www.altimax1.com • e-mail: success@altimax1.com

December 28, 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Incorporation of Teasdale Enterprises of Arts and Media, Inc.

Dear Sir/Madam:

Please find enclosed the Articles of Incorporation to be filed for Teasdale Enterprises of Arts and Media, Inc. The effective date is January 1, 1999.

A check for one hundred twenty-two dollars and fifty cents (\$122.50) is to be applied to this filing as follows:

- \$35.00 Filing Fee
- \$35.00 Designation of Registered Agent
- \$52.50 Certified Copy

Your prompt attention to this filing is greatly appreciated.

Thank you.

Sincerely,

A handwritten signature in dark ink, appearing to read 'MALCOLM A. TEASDALE', is written over a horizontal line.

Malcolm A. Teasdale

Enclosures: Articles of Incorporation, \$122.50 check

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FILED
98 DEC 30 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 22, 1998

MALCOLM A. TEASDALE
ALTIMAX ADVERTISING AGENCY
P.O. BOX 98
NEW PORT RICHEY, FL 34656

SUBJECT: TEASDALE ENTERPRISES OF ARTS AND MEDIA, INC.
Ref. Number: W98000028580

We have received your document for TEASDALE ENTERPRISES OF ARTS AND MEDIA, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State.

The fees for profit and nonprofit, domestic or foreign are as follows:

Filings Fees:	\$35.00
Registered Agent	
Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6924.

Sharon Davis
Document Specialist Supervisor

Letter Number: 398A00060020

**ALL CORPORATIONS FILED IN 1998 WILL BE
REQUIRED TO FILE A 1999 ANNUAL REPORT
AND PAY THE APPROPRIATE FILING FEE,
UNLESS, THE ARTICLES PROVIDE A 1999
EFFECTIVE DATE.**

ARTICLES OF INCORPORATION
OF
TEASDALE ENTERPRISES OF ARTS AND MEDIA, INC.

FILED
98 DEC 30 AM 10:54
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

WE, the undersigned, being desirous of forming a corporation under the provisions of Chapter 603 of the Florida Statutes governing corporations for profit do propose and agree to the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation shall be TEASDALE ENTERPRISES OF ARTS AND MEDIA, INC.

ARTICLE II. LOCATION

The address of the registered office of this corporation shall be 4743 U. S. Highway 19, New Port Richey, FL 34652. The name of its Registered Agent at that address is Patricia Jones. The address of the principal office is P. O. Box 274023, Tampa, FL 33688-4023.

EFFECTIVE DATE

JANUARY 1, 1999

ARTICLE III. PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and of this State including but not limited to the sales of advertising and marketing services.

ARTICLE IV. AUTHORIZED STOCK

The total number of shares of stock which this corporation shall have authority to issue is One thousand (1,000) shares which shall consist of One thousand (1,000) shares of common stock at One Dollar (\$1.00) per share.

ARTICLE V. INITIAL CAPITAL

This corporation shall begin business with initial capital in the amount of Five hundred (\$500.00) Dollars.

ARTICLE VI. TERM OF EXISTENCE

This corporation shall have perpetual existence, unless dissolved by law.

ARTICLE VII. DIRECTORS

The affairs of this corporation shall be managed by a Board of Directors. The total number of Directors shall not be less than one (1), but may be any number in excess thereof.

The Board of Directors, who shall serve until the next election is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Malcolm A. Teasdale	P. O. Box 274023 Tampa, FL 33688-4023

ARTICLE VIII. SUBSCRIBERS

The name and address of the subscriber to these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
Malcolm A. Teasdale	P. O. Box 274023 Tampa, FL 33688-4023

ARTICLE IX. OFFICERS

The officers of this corporation shall be President, Secretary and Treasurer and such other officers as may be provided for in the By-Laws. The affairs of the corporation are to be managed by such officers.

The officers shall be elected annually at the official Annual Meeting of the Board of Directors of the corporation, and shall serve for a period of one (1) year or until the election of a successor, or until such time as the officer resigns, or until recalled as provided for in the By-Laws.

The names of the officers, whose addresses above are:

Malcolm A. Teasdale PRESIDENT/TREASURER/SECRETARY

ARTICLE X. AMENDMENTS AND BY-LAWS

Section 1. These Articles of Incorporation may be amended at a special meeting of the stockholders called for that purpose by two-thirds vote of those present.

Section 2. By-Laws for the conduct of the business and affairs and the carrying out of the purposes of this corporation may be made, amended, altered, or rescinded by a majority vote of the members of the Board of Directors.

ARTICLE XI. FILING DATE

It is our election pursuant to section 617.0123 to make January 1, 1999, the elective filing date of this corporation. As indicated by statute 617.0123, this effective date of election is no earlier than 5 business days and no later than 90 days of filing receipt.

IN WITNESS WHEREOF, the undersigned have subscribed their names and affixed their seals to these Articles of Incorporation this 17th day of December, 1998.

Signed, sealed and delivered in the presence of: --

Patricia Stewart
WITNESS

Malcolm A. Teasdale
Malcolm A. Teasdale
FL DL# T234-541-60-229

STATE OF FLORIDA)
) SS:
COUNTY OF PASCO)

I HEREBY CERTIFY that on this, the 17th day of December, 1998, personally appeared before me, the undersigned authority, Malcolm A. Teasdale, to me well known and known to me to be the persons described herein and who executed the foregoing Articles of Incorporation, and who acknowledged the execution to be their free and voluntary act and deed for the purposes therein set forth and expressed.

WITNESS my hand and seal in the State and County aforesaid, the day and year written above.

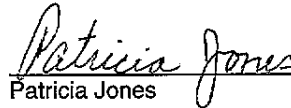
Eleanor Schwartz
NOTARY PUBLIC



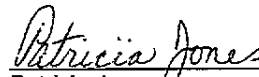
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That TEASDALE ENTERPRISES OF ARTS AND MEDIA, INC. desiring to organize under the laws of the State of Florida, with its principle office, as designated in the Articles of Incorporation as City of Tampa, County of Hillsborough, State of Florida, has named Patricia Jones, located at 4743 U. S. Highway 19, New Port Richey, FL 34652 as its agent to accept service of process with this State.


Patricia Jones

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


Patricia Jones
REGISTERED AGENT

FILED
98 DEC 30 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA