

P99000005085

January 12, 1999

Department of State, Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Re: NEUTRON DIGITAL MEDIA CORPORATION

400002748294--8
-01/20/99--01004--004
*****78.75 *****78.75

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of NEUTRON DIGITAL MEDIA CORPORATION. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee.

The undersigned hereby requests expedited service for this filing.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,



MICHAEL T. ARCHITETTO
3780 TAMPA ROAD SUITE 109, OLDSMAR,
FL 34677

99 JAN 20 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ATTN: BOBBIE COX

Here is the amended articles as to
Telephone conversation. Please use THE AIRBILL
ENCLOSED (809 590 832 719) TO SHIP BACK TO ME,

1253

MICHAEL ARCHITETTO

ARTICLES OF INCORPORATION
OF
NEUTRON DIGITAL MEDIA CORPORATION

FILED
99 JAN 20 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation is NEUTRON DIGITAL MEDIA CORPORATION.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 3780 TAMPA ROAD SUITE 109, OLDSMAR, FL 34677.

ARTICLE III

The aggregate number of shares which the Corporation has authority to issue is 100 shares of common stock with no par value.

ARTICLE IV

The address of the initial registered office of the Corporation is 3780 TAMPA ROAD SUITE 109, OLDSMAR, Florida 34677, and the name of the Corporation's initial registered agent for service of process at such address is MICHAEL T. ARCHITETTO.

ARTICLE V

The Officers of this Corporation are as follows:

- (D) President: Michael T. Architetto, address 3780 Tampa Road, Oldsmar, Florida 34677
- (D) Vice President: Brian Farrow, address 3780 Tampa Road, Oldsmar, Florida 34677

ARTICLE VI

The name and address of the incorporator to these Articles of Incorporation is:

MICHAEL T. ARCHITETTO, 3780 TAMPA ROAD SUITE 109, OLDSMAR, FL 34677.

IN WITNESS WHEREOF, I have hereunto set my hand this 19 day of

January, 1999.


MICHAEL T. ARCHITETTO
3780 TAMPA ROAD SUITE 109, OLDSMAR, FL

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: NEUTRON DIGITAL MEDIA CORPORATION.
2. The name of the registered agent and office is:

MICHAEL T. ARCHITETTO
3780 TAMPA ROAD SUITE 109, OLDSMAR, Florida 34677

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

Michael Architto

DATE _____

1/12/99

FILED
99 JAN 20 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA