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FLORIDA PROFIT CORPORATION OR P.A.

mass media advertising, inc.

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**FLORIDA DEPARTMENT OF STATE****Katherine Harris**
Secretary of State

February 11, 1999

EMPIRE

SUBJECT: MASS MEDIA ADVERTISING, INC.
REF: W99000003414

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ARTICLES OF INCORPORATION
OF

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Mass Media Advertising, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

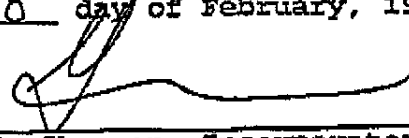
The undersigned incorporator for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST: The name of the Corporation is: Mass Media Advertising, Inc. (the "Corporation").
- SECOND: The principal office address and mailing address of the Corporation is: 2977 McFarlane Road, #305, Coconut Grove, Florida 33133.
- THIRD: The corporation is authorized to issues 1,000 shares of common stock, par value \$.00 per share.
- FOURTH: The street address of the initial registered office of the Corporation is: 218 Almeria Avenue, Coral Gables, Florida 33134. Thomas G. Sherman
- FIFTH: The name and address of the incorporator of the Corporation is: Thomas G. Sherman, Esquire, 218 Almeria Avenue, Coral Gables, Fl 33134.
- SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH: The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the By-Laws but shall never be less than one. The name and address of the initial director of the Corporation is: Elena Carpenter, 2977 McFarlane Road, #305, Coconut Grove, Florida 33133.
- EIGHTH: The Corporation expressly elects not to be governed by Section 607.09011 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.
- NINTH: The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.
- TENTH: The corporate existence of the Corporation shall commence on the date of filing with the Secretary of State.

Prepared by: Thomas G. Sherman
218 Almeria Ave (305) 448-5898
Coral Gables, Fl 33134. FBN-221207

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10 day of February, 1999.



Thomas G. Sherman, Incorporator

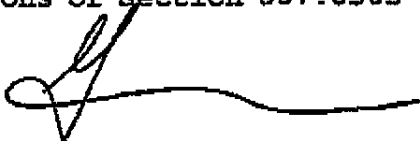
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ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.



Print Name: Thomas G. Sherman, Esq.

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TALLAHASSEE, FLORIDA

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