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April 9, 1999

Division of Corporations
Secretary of State
Tallahassee, Florida 32399-0250

Re: New Horizon Media Company/Filing

Dear Sirs:

Enclosed find Articles of Incorporation for the above-referenced company, the acceptance and designation of the registered agent, a check for \$70.00 for the filing of same, and a self-addressed, stamped envelope. Once this corporation has been filed, please send me a copy of the Articles of Incorporation. Thank you.

Sincerely,

Ed Barnhill

L. Edgar Barnhill III, Esq.

FILED
99 APR 16 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
4/19/99

FILED
99 APR 16 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
NEW HORIZON MEDIA COMPANY**

(A FLORIDA CORPORATION)

**ARTICLE ONE
NAME**

The name of the Corporation is NEW HORIZON MEDIA COMPANY.

The address of the principal office of the corporation shall be 4333 Northwest 64th
Avenue, Coral Springs, Florida 33067.

**ARTICLE TWO
DURATION**

The term of existence of the Corporation is perpetual; and the corporate existence
will commence on the filing of these articles by the Department of State.

**ARTICLE THREE
NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business
permitted under the laws of the United States, the State of Florida or any other state,
country, territory, or nation.

**ARTICLE FOUR
CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to
have outstanding at any one time is 500 shares of common stock having \$1.00 par value
per share.

**ARTICLE FIVE
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation shall be 4333 Northwest 64th Avenue, Coral Springs, Florida 33067, and the name of the initial registered agent of the corporation is INDRA WILLIAMS.

**ARTICLE SIX
OFFICERS AND DIRECTORS**

This corporation shall have one officer and director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until he successor is elected or appointed is:

INDRA WILLIAMS - 4333 NW 64th Avenue, Coral Springs, Florida 33067

**ARTICLE SEVEN
INCORPORATORS**

The names and residence addresses of the incorporator of these Articles of Incorporation is:

Name	Address
INDRA WILLIAMS	4333 Northwest 64 th Avenue, Coral Springs, Florida 33067

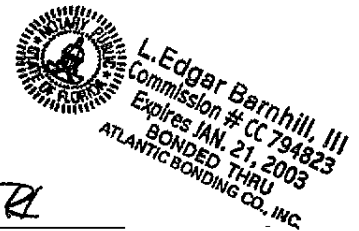
IN WITNESS WHEREOF, I have subscribed my name this 30th day of March, 1999.

Indra Williams
INDRA WILLIAMS, Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

On March 30, 1999, before me, a Notary Public in the aforesaid State and County, personally appeared INDRA WILLIAMS who is known to me to be the person named in and who executed the forgoing instrument and who severally acknowledged that she executed the same freely.

L. Edgar Barnhill, III
NOTARY PUBLIC



This instrument was prepared by L. EDGAR BARNHILL III, ESQ., whose address is 5301 North Federal Highway, Suite 300, Boca Raton, Florida 33487.

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this Articles of Corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent under section 607.0505, Florida Statutes.

DATED: MARCH 30, 1999


INDRA WILLIAMS

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA