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**IRA L. KAHN**  
ATTORNEY AT LAW  
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ATTORNEY  
CERTIFIED PUBLIC ACCOUNTANT

April 26, 1999

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

RE: ACANTHUS MEDIA, INC.

Gentlemen:

Enclosed is an original of the Articles of Incorporation of ACANTHUS MEDIA, INC., along with a check for \$122.50 payable to the Florida Department of State.

Please send a certified copy of the Articles of Incorporation to:

Ira L. Kahn, Esq.  
Eighteen Northeast Second Avenue  
Dania, FL 33004  
(954) 921-1523

Thank you for your cooperation with this matter.

Sincerely,



Ira L. Kahn, Esq.

Enclosure

FILED  
99 APR 28 PM 2:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

ACANTHUS MEDIA, INC.

The undersigned subscriber to these Articles of Incorporation a natural person competent to contract, hereby subscribes and forms a corporation for profit under the Laws of Florida.

ARTICLE I - NAME

The name of this corporation is:

ACANTHUS MEDIA, INC.

ARTICLE II - NATURE OF BUSINESS

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

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Million (1,000,000) shares of Common Stock. The par value of each share of stock is \$1.00.

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is One Thousand Dollars (\$1,000.00).

ARTICLE V - CORPORATE EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation in the State of Florida is 9761 Fern Lane, Miramar, Florida 33025.

ARTICLE VII - MANAGEMENT

The business of the corporation shall be managed by the Board of Directors.

ARTICLE VIII - SUBSCRIBER

The name and address of the initial subscriber to these Articles of Incorporation and the number of shares outstanding are:

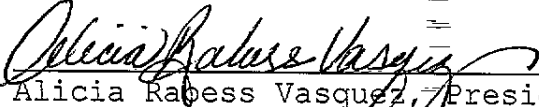
| <u>Name and Address</u>   | <u>Shares</u> |
|---|---------------|
| Alicia Rabess Vasquez<br>9761 Fern Lane<br>Miramar, Florida 33169 | 100           |

OFFICERS

The name and address of the officers of this corporation are as follows:

| <u>Name and Address</u>   | <u>Office</u>               |
|---|-----------------------------|
| Alicia Rabess Vasquez<br>9761 Fern Lane<br>Miramar, Florida 33169 | President<br>Secretary      |
| Dr. Andres Vasquez<br>9761 Fern Lane<br>Miramar, Florida 33169    | Vice President<br>Treasurer |

IN WITNESS WHEREOF, We, the subscribers, have executed these Articles of Incorporation this 5<sup>th</sup> day of April, 1999.

  
Alicia Rabess Vasquez, President

STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared Alicia Rabess Vasquez who is/are personally known to me \_\_\_\_\_ or has produced \_\_\_\_\_ as identification, to be the individual described in and whom executed the foregoing Articles of Incorporation, and have acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF I have hereunto affixed my hand and official seal this 5<sup>th</sup> day of April, 1999.

\_\_\_\_\_  
NOTARY PUBLIC

\_\_\_\_\_  
PRINTED NAME OF NOTARY PUBLIC

My commission expires:

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING  
IS SUBMITTED:

FIRST--THAT ACANTHUS MEDIA, INC., DESIRING TO ORGANIZE OR QUALIFY  
UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF  
BUSINESS AT CITY OF MIRAMAR, STATE OF FLORIDA, HAS NAMED ALICIA RABESS  
VASQUEZ, LOCATED AT 9761 Fern Lane, Miramar, Florida 33025 AS ITS  
RESIDENT AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

*Alicia Rabess Vasquez*  
ALICIA RABESS VASQUEZ (CORPORATE OFFICER)

TITLE PRESIDENT

DATE

*April 5<sup>th</sup> 1999*

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED ORGANIZATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES.

SIGNATURE

*Alicia Rabess Vasquez*  
Alicia Rabess Vasquez, Registered Agent  
9761 Fern Lane  
Miramar, Florida 33169

DATE

*April 5<sup>th</sup> 1999*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 APR 28 PM 2:09

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