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99 JUN -9 AM 8:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 268070

6471A

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 78.75

ORDER DATE : June 9, 1999

ORDER TIME : 2:56 PM

ORDER NO. : 268070-005

CUSTOMER NO: 6471A

90000029000039--6

CUSTOMER: Lawrence J. Phalin, Esq
MATEER & HARBERT, P.A.
MATEER & HARBERT, P.A.
P. O. Box 2854

Orlando, FL 32802-2854

DOMESTIC FILING

NAME: EMPLOYMENT TV, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

PH 6/10/99
(3)

RECEIVED
99 JUN -9 PM 4:41
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
EMPLOYMENT TV, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this Corporation is Employment TV, Inc.

ARTICLE II

The Corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the Corporation may exercise the powers granted now or in the future by Chapter 607, Florida Statutes, and by common law.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 100 shares of no par value common stock.

The street address of the place of business of the Corporation is 335 Reider Avenue, Longwood, Florida 32750. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 225 East Robinson Street, Suite 600, Orlando, Florida 32801, and the name of the Corporation's initial registered agent to receive service of process is Lawrence J. Phalin.

ARTICLE IV

The number of Directors constituting the initial Board of Directors is 3. The number of Directors may be changed by Resolution of the Directors as provided in the Bylaws. The name(s) and address(es) of the directors:

<u>Name</u>	<u>Address</u>
John D. Coryat	335 Reider Avenue Longwood, Florida 32750
Donald Robinson	335 Reider Avenue Longwood, Florida 32750
Bobby Douglas	335 Reider Avenue Longwood, Florida 32750

ARTICLE V

The name and address of the incorporator is Lawrence J. Phalin.

ARTICLE VI

It is the intention of the Corporation to indemnify its officers, directors, employees, and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VII

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

DATED: June 8, 1999.


LAWRENCE J. PHALIN

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on June 8, 1999, by
LAWRENCE J. PHALIN. He is personally known to me or has produced
_____ (type of identification) as identification.

Dorothy Harper
Name: DOROTHY HARPER
(Print Name)

(AFFIX NOTARY SEAL)

Notary Public - State of Florida

My Commission Expires:



Dorothy Harper
MY COMMISSION # GC572553 EXPIRES
November 8, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

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


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TALLAHASSEE, FLORIDA

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

That Employment TV, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 335 Reider Avenue, Longwood, Seminole County, State of Florida, has named Lawrence J. Phalin as its agent to accept service of process within the State at 225 East Robinson Street, Suite 600, Orlando, Florida 32801.

ACKNOWLEDGMENT

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


LAWRENCE J. PHALIN
(Registered Agent)