

Charter Number Only

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George L. Cardet
Requestor's Name
330 S.W. 27th Ave #707
Address
Miami, FL 33135 4400
City State ZIP Phone

ATTENTION ONLY

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CORPORATION(S) NAME

Media Kit Online Inc.,

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



Empire Toll Free: 1-800-432-3028

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail Out |

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ARTICLES OF INCORPORATION

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby associates herself to form a corporation under the laws of the State of Florida.

ARTICLE I. - NAME:

The name of the corporation shall be:

MEDIA KIT ONLINE INC.,

ARTICLE II. - NATURE OF BUSINESS

This corporation is being formed for the purpose of the promotion, dissemination, sale and providing media related services as well as general investments and such other act or business permitted under the laws of the State of Florida.

ARTICLE III. - TERM OF EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE IV. - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one thousand (1000) shares of common a stock at NO PAR VALUE.

ARTICLE V. - INTIAL CAPITAL

The amount of capital with which the corporation shall begin business shall not be less than five hundred dollars (\$500.00), or such greater amount as may be required by law.

ARTICLE VI. - ADDRESS

The initial post office of the principal office of this corporation shall be: 6271 Tamiami Canal Road, Miami, Fla. 33126. Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII. - NUMBER OF DIRECTORS

The number of Directors of this Corporation shall be three (3). The stockholders of this corporation may, from time to time, and at any time, increase or diminish the size of the Board of Directors of this corporation, provided that the corporation shall at all times have a minimum of one (1) Director.

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ARTICLE VIII.- INITIAL DIRECTORS AND OFFICERS

The name and post office addresses of the members of the first Board of Directors and Officers who, subject to the provisions of these Articles of Incorporation, by-laws of the corporation, and the laws of the State of Florida, that shall hold office for the first year of this corporation's existence or until their successors are elected and have qualified are as follows:

VICKI GALLO
Director/President

GEORGE L. CARDET
Director/Secretary

LILIA CARDET
Director/Treasurer

ARTICLE IX. - SUBSCRIBERS

The names and post office addresses of the Subscriber and the number of shares of stock agreed to take are:

VICKI GALLO 100 shares
6271 Tamiami Canal Road
Miami, Fla. 33126

GEORGE L. CARDET 50 Shares
6271 Tamiami Canal Road
Miami, Fla. 33126

LILIA CARDET 50 Shares
6271 Tamiami Canal Road
Miami, Fla. 33126

ARTICLE X. - RESIDENT AGENT

The resident agent to accept service of process within the State of Florida is George L. Cardet, whose address is 6271 Tamiami Canal Road, Miami, Fla. 33126.

ARTICLE XI. - AMENDMENT

This Certificate of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned subscriber has made, subscribed, acknowledged and files this Certificate for the purpose of forming a corporation for profit under the laws of the State of Florida.


GEORGE L. CARDET

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

I HEREBY CERTIFY, that on this day, before me, a notary public duly authorized in the State and County named above, to take acknowledgments, personally appeared, GEORGE L. CARDET to me well known to be the person described as subscriber, who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above on this 10th day of June, 1999.

L. Michelle Rodriguez
NOTARY PUBLIC, State of Florida at Large

My commission expires:



L. Michelle Rodriguez
My Commission CC663001
Expires July 13, 2001

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 -- MEDIA KIT ONLINE INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 6271 TAMiami CANAL ROAD, MIAMI, FLA., STATE OF FLORIDA, HAS NAMED GEORGE L. CARDET, ESQ., LOCATED AT: 330 SW 27TH AVENUE, SUITE 707, CITY OF MIAMI, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature:

George L. Cardet
GEORGE L. CARDET

Title:

Director/Secretary

Date:

June 10, 1999

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

George L. Cardet
Resident Agent

Date: 10 June 1999