



THE UNITED STATES
CORPORATION
COMPANY

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Patricia Pizzuti

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : July 1, 1999

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CUSTOMER NO: 166695A

CUSTOMER: Robert E. Wiggins, Esq
ROBERT E. WIGGINS, P.A.
ROBERT E. WIGGINS, P.A.
Oakdale Professional Center
36402 U.s. Highway 19, North
Palm Harbor, FL 34684

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DOMESTIC FILING

NAME: WIGGINS MEDIA ENTERPRISES,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

PH 7/1/99

ARTICLES OF INCORPORATION
OF
WIGGINS MEDIA ENTERPRISES, INC.

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ARTICLE I
NAME

The name of this Corporation is WIGGINS MEDIA ENTERPRISES, INC.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Corporation and mailing address is:

Office Location:

334 East Lake Road PMB #336
Palm Harbor, Florida 34685

Mailing Address:

334 East Lake Road PMB #336
Palm Harbor, Florida 34685

ARTICLE III
TERM

The term of existence of this Corporation is perpetual.

ARTICLE IV
PURPOSE

This Corporation is organized to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

**ARTICLE V
CAPITAL STOCK**

This Corporation is authorized to issue One Hundred (100) shares of Three Cent (\$.03) par value common stock.

**ARTICLE VI
DIRECTORS**

This Corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Director of this Corporation, who shall serve until his successor is elected and has qualified or until removed is as follows:

NAME

ADDRESS

ROBERT E. WIGGINS

334 East Lake Road PMB #336
Palm Harbor, Florida 34685

**ARTICLE VII
OFFICERS**

The affairs of this Corporation shall be administered by the officers designated by the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the shareholders, and they shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors, are as follows:

OFFICE**NAME AND ADDRESS**

President
Secretary
Treasurer

ROBERT E. WIGGINS
334 East Lake Road PMB #336
Palm Harbor, Florida 34685

**ARTICLE VIII
REGISTERED OFFICE AND AGENT**

The name and address of the initial registered agent and the registered address of this corporation is as follows:

ROBERT E. WIGGINS
334 East Lake Road PMB #336
Palm Harbor, Florida 34685

**ARTICLE IX
INDEMNIFICATION**

Every Director and every officer of this Corporation serving this Corporation at its request, shall be indemnified by this Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a Director or officer of this Corporation, or by reason of his serving or having served this Corporation at its request, whether or not he is a Director or officer or is serving at the time such expenses or liabilities are incurred; provided that in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or

malfeasance in the performance of his duties and also in the event of a settlement, before entry of judgment, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interests of this Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which that person may be entitled.

ARTICLE X BYLAWS

The first Bylaws of this Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE XI AMENDMENTS

Amendments to the Articles of Incorporation shall be first adopted in resolution form by majority vote of the Board of Directors, who shall direct in its proceedings that the proposed amendment be submitted to a vote of the shareholders either at an annual meeting or a special meeting called for that purpose. At the shareholders' meeting, the affirmative vote of the holders of a majority of shares entitled to vote shall be required for adoption of the proposed amendment.

ARTICLE XII
SUBSCRIBER

The name and address of the Subscriber to these Articles of Incorporation is as follows:

NAME

ADDRESS

ROBERT E. WIGGINS

334 East Lake Road PMB #336
Palm Harbor, Florida 34685

IN WITNESS WHEREOF, the Subscriber has hereunto affixed his signature on this 29th
day of June, 1999.



ROBERT E. WIGGINS

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

I, ROBERT E. WIGGINS, as Registered Agent for WIGGINS MEDIA ENTERPRISES, INC., do hereby agree to accept Service of Process on behalf of the Corporation, to keep my office located at 334 East Lake Road, PMB #336, Palm Harbor, Florida 34685, open during prescribed hours; and to post my name in some conspicuous place in the above-stated office as required by law, and do hereby certify that I understand and accepts the duties obligations of the Registered Agent as set forth under Florida law.

DATED: June 29, 1999.



ROBERT E. WIGGINS
Registered Agent

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TALLAHASSEE, FLORIDA