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From: Account Name : ATLAS, PEARLMAN, TROP & BORKSON, P.A. *mpm*  
Account Number : 076247002423  
Phone : (954)763-1200  
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FLORIDA PROFIT CORPORATION OR P.A.

MEDIA CONTENT SERVICES, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
MEDIA CONTENT SERVICES, INC.**

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I  
CORPORATE NAME**

The name of this Corporation shall be: MEDIA CONTENT SERVICES, INC.

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 361 Seneca Lane, Boca Raton, FL 33487.

**ARTICLE III  
NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

STEVEN I. WEINBERGER, ESQ., FL BAR # 0135585  
Atlas, Pearlman, Trop & Borkson, P.A.  
200 East Las Olas Boulevard, Suite 1900  
Fort Lauderdale, FL 33301  
Phone No.: (954) 763-1200

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**ARTICLE IV  
CAPITAL STOCK**

The maximum number of shares of stock that this Corporation shall be authorized to issue and have outstanding at any one time shall be two million five hundred thousand (2,500,000) shares of Common stock, \$.001 par value per share.

**ARTICLE V  
TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE VI  
REGISTERED AGENT AND  
INITIAL REGISTERED OFFICE IN FLORIDA**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Brentley C. Martin  
361 Seneca Lane  
Boca Raton, FL 33487

**ARTICLE VII  
BOARD OF DIRECTORS**

This Corporation shall have one (1) to seven (7) Directors, as determined by the Board.

**ARTICLE VIII  
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as the Incorporator is Steven I. Weinberger, 200 East Las Olas Blvd., Fort Lauderdale, Florida 33301.

**ARTICLE IX  
INDEMNIFICATION**

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

**ARTICLE X  
AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE X  
CONTROL SHARE ACQUISITIONS**

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

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IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing  
Articles of Incorporation on the 1st day of July 1999.

  
\_\_\_\_\_  
Steven I. Weinberger, Incorporator

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CERTIFICATE DESIGNATING REGISTERED AGENT  
AND OFFICE FOR SERVICE OF PROCESS

MEDIA CONTENT SERVICES, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 361 Seneca Lane, Boca Raton, FL 33487, has named Brentley C. Martin whose address is 361 Seneca Lane, Boca Raton, FL 33487, as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

Brentley C. Martin



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