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THE LAW OFFICES OF
FREDRIC I. GOTTLIEB
BOCA COMMERCE CENTER
551 N.W. 77th STREET
SUITE 211
BOCA RATON, FLORIDA 33487

99 SEP -1 AM 11:45

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TELEPHONE
(561) 989-9999

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(561) 989-9709

FRIDAY, AUGUST 30, 1999
VIA FEDERAL EXPRESS TRACKING NUMBER 811286006351

DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

To whom it may concern:

Enclosed herewith please find Articles of Incorporation for PINPOINT MEDIA, INC. along with my check in the amount of \$78.75, representing the filing fee and fee for a certified copy of the filed Articles of Incorporation.

Very truly yours,

Fredric I. Gottlieb
Fredric I. Gottlieb

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*****78.75 *****78.75

encl.

PH 9/7/99

ARTICLES OF INCORPORATION OF PINPOINT MEDIA, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

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ARTICLE I. NAME

The name of the corporation shall be: PINPOINT MEDIA, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The address of the principal office of this corporation shall be 551 N.W. 77TH STREET, SUITE 211, BOCA RATON, FLORIDA 33487, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 551 N.W. 77TH STREET, SUITE 211, BOCA RATON, FLORIDA 33487 and the name of the initial registered agent of the corporation at that address shall be Fredric I. Gottlieb.

ARTICLE V. TERM OF EXISTENCE

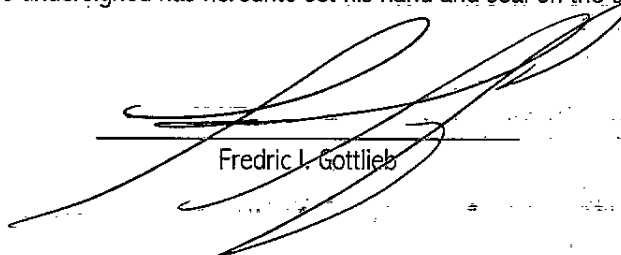
This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Fredric I. Gottlieb, Esquire, 551 N.W. 77th Street, Suite 211, Boca Raton, Florida 33487

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on the 30th day of August, 1999.


Fredric I. Gottlieb

FILED

ACCEPTANCE OF REGISTERED AGENT

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DESIGNATED IN THE ARTICLES OF INCORPORATION SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Fredric I. Gottlieb, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of PINPOINT MEDIA, INC., is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



Fredric I. Gottlieb