



THE UNITED STATES
CORPORATION
COMPANY

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FILED

99 OCT 27 AM 10:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 438592 9040A

AUTHORIZATION :

Patricia Pugh

COST LIMIT : \$ 70.00

ORDER DATE : October 27, 1999

ORDER TIME : 3:05 PM

ORDER NO. : 438592-005

CUSTOMER NO: 9040A

300003027393--9

CUSTOMER: Peter A. Rose, Esq
ROSE & ROSE
ROSE & ROSE
Suite 200
2101 North Andrews Avenue
Ft. Lauderdale, FL 33311

DOMESTIC FILING

NAME: WRESTLE RADIO, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

PH 10/27/99

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 OCT 27 PM 4:46

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ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WRESTLE RADIO, INC.

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

ARTICLE I. NAME

The name of the corporation shall be:

WRESTLE RADIO, INC.

The address of the principal office of this corporation shall be 10161 Harbortown Court, Boca Raton, Florida 33498, 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 5,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2101 North Andrews Avenue, Suite 200, Fort Lauderdale, Florida 33311, and the name of the initial registered agent of the corporation at that address is Peter Rose.

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:

Corporation Service Company
1013 Centre Road
Wilmington, DE 19805

The undersigned incorporator has executed these Articles of Incorporation this 27th day of October, 1999.



Its Agent, Laura R. Dunlap
Incorporator

SKD/ebc


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

ROSE & ROSE, P.A.
2101 N. ANDREWS AVENUE
SUITE 200
FT. LAUDERDALE, FL 33311
(954) 561-5000


PETER A. ROSE, ESQ.