

CAPITAL CONNECTION, INC.

417 E. Washington Street, Suite 1 • Tallahassee, Florida 32302
(850) 222-1887 • 800-342-8062 • Fax (850) 222-1222

P99000103498

Push television.com

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*****70.00 *****70.00

<input checked="" type="checkbox"/>	Art of Inc. File <u>Photo</u>	FILED 99 NOV 30 AM 10:22 SECRETARY OF STATE TALLAHASSEE, FLORIDA
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<input type="checkbox"/>	Foreign Corp. File	
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<input type="checkbox"/>	Merger File	
<input type="checkbox"/>	Art. of Amend. File	
<input type="checkbox"/>	RA Resignation	
<input type="checkbox"/>	Dissolution / Withdrawal	
<input type="checkbox"/>	Annual Report / Reinstatement	RECEIVED 99 NOV 30 AM 10:07 DEPARTMENT OF STATE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA
<input checked="" type="checkbox"/>	Photo Copy	
<input type="checkbox"/>	Certificate of Good Standing	
<input type="checkbox"/>	Certificate of Status	
<input type="checkbox"/>	Certificate of Fictitious Name	
<input type="checkbox"/>	Corp Record Search	
<input type="checkbox"/>	Officer Search	
<input type="checkbox"/>	Fictitious Search	
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<input type="checkbox"/>	Vehicle Search	
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<input type="checkbox"/>	UCC 1 or 3 File	
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Signature _____

Requested by: LM 11/30 8:46am

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

**ARTICLES OF INCORPORATION
OF
PUSHTELEVISION.COM, INC.**

ARTICLE I - NAME

The name of this Corporation is PushTelevision.Com, Inc.

ARTICLE II - NATURE OF BUSINESS

This Corporation will engage in retail sales business, but may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The authorized capital of the Corporation shall be 7,500 shares of the common stock at a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial street address of the principal office and the mailing address of this Corporation is 333 First St. N., Suite 305, Jacksonville Beach, Florida 32250. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time, by Bylaws adopted by the Stockholders.

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of the member of the first Board of Directors is:

Kelly McArthur

333 First St. N., Suite 305
Jacksonville, Beach, FL 32250

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TALLAHASSEE FLORIDA

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

John McE. Miller, Esquire
333 First St. North, Suite 305
Jacksonville Beach, FL 32250

ARTICLE X - SECTION 1244 STOCK

The Board of Directors is authorized to issue "Section 1244 Stock", as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

ARTICLE XI - INITIAL REGISTERED OFFICE AND AGENT

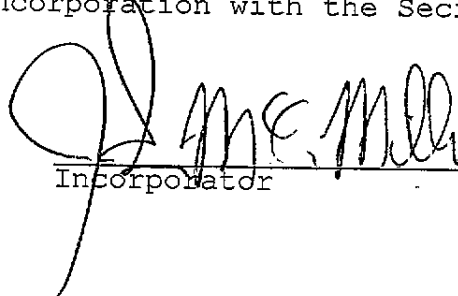
The street address of the initial registered office of this Corporation is 333 First St. N., Suite 305, Jacksonville Beach, Florida 32250 and the name of the initial registered agent of this Corporation at that address is John McE. Miller.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended, altered, or changed at any time, from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.

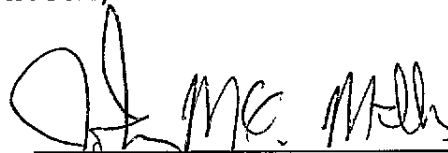
ARTICLE XIII - EFFECTIVE DATE

The existence of this Corporation shall commence on the date of filing of these Articles of Incorporation with the Secretary of State.


Incorporator

ACCEPTANCE OF DUTIES AS REGISTERED AGENT

I hereby accept all duties and obligations in acting as
Registered Agent for **PushTelevision.com, Inc.**



John McE. Miller
333 E. First St. N., Suite 305
Jacksonville Beach, FL 32250.
Telephone: (904) 249-8500
Facsimile: (904) 249-0841
Florida Bar No. 516491

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