

P9900010448/

NICOLE R. RAMIREZ
ATTORNEY AT LAW
210 GARDEN CIRCLE
BELLEAIR, FLORIDA 33756-1673

TELEPHONE: (727) 518-1284
FACSIMILE: (727) 518-9813

FILED
99 NOV 29 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 22, 1999

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100003055721--8
-11/29/99--01134--010
*****78.75 *****78.75

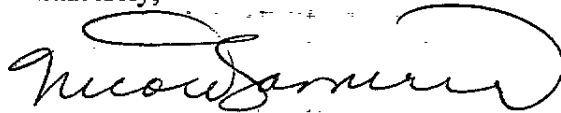
Re: New Filing: JCTV, Inc.

Dear Div. of Corporations:

Please find enclosed herein an original and one copy of the Articles of Incorporation and Acceptance of Registered Agent to be filed with your office. A check in the amount of \$78.75 is also enclosed herein for the filing fees and certified copy to be sent to me at the above address.

We appreciate your assistance with this matter. Please do not hesitate to contact me with any questions.

Sincerely,



Nicole R. Ramirez

Enclosures

12-2
WC

ARTICLES OF INCORPORATION

OF

JCTV, INC.

ARTICLE I - NAME AND ADDRESS

The name of this corporation is JCTV, Inc. The address of the principal office and mailing address of this corporation is 307 S. Comet Avenue, Clearwater, FL 33765.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is one thousand (1,000) shares of common stock. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of tangible or intangible property or benefit to this corporation, including cash, promissory notes, services performed or written promises or perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full value of the shares.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation as such office is:

Jesse Carrillo, 307 S. Comet Ave., Clearwater, FL 33765.

ARTICLE V - COMMENCEMENT

The corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

FILED
NOV 29 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator is: Jesse Carrillo, 307 S. Comet Ave., Clearwater, FL 33765.

ARTICLE VI - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of this corporation.

ARTICLE VII - AMENDMENT

This corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon this corporation may be modified or canceled by a vote of the shareholders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 23 day of November, 1999.



Jesse Carrillo
Incorporator

ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Statutes.



Jesse Carrillo
Registered Agent

FILED
99 NOV 29 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA