

997000018850

**CAPITAL CONNECTION, INC.**

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME \_\_\_\_\_

FIRM \_\_\_\_\_

ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

FILED  
97 FEB 28 PM 12:39  
TALLAHASSEE, FLORIDA

AL FEB 28 1997.

REQUEST TAKEN CONFIRMED APPROVED

DATE \_\_\_\_\_

TIME \_\_\_\_\_ CK No. \_\_\_\_\_

BY BAR \_\_\_\_\_

WALK-IN  
Will Pick Up 2/28/97

No 53471

RE: Promo Watch, Inc

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> ( <del>1</del> ) Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ( ) _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX ( ) _____ pgs.		
<b>SUBTOTALS</b>		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit Invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection

ARTICLES OF INCORPORATION  
OF  
PROMO WATCH, INC.

FILED  
97 FEB 28 PM 12:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE\_I

NAME

The name of this corporation shall be :

PROMO WATCH, INC.

ARTICLE\_II

PURPOSE

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

ARTICLE\_III

CAPITAL\_STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock.

ARTICLE\_IV

INITIAL\_REGISTERED\_OFFICE\_AND\_AGENT

The street address of the initial registered office of this corporation is:

441 S STATE RD 7 #15  
MARGATE, FLORIDA 33068

and the initial registered agent of this corporation at the above address is:

STUART HOWITT

ARTICLE\_V

INITIAL\_PRINCIPAL\_OFFICE

The initial principal office of this corporation shall be:

% 441 S STATE RD 7 #15  
MARGATE, FL. 33068

ARTICLE\_VI

DIRECTORS

This corporation shall have one director initially. The number of Directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one. The name and address of the initial Director of this corporation is:

AMIR ZIV  
% 441 S STATE RD 7 #15  
MARGATE, FLORIDA 33068

ARTICLE\_VII

INCORPORATOR

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

STUART HOWITT  
441 S. STATE RD. 7 SUITE 15  
MARGATE, FLORIDA 33068

ARTICLE\_VIII

POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

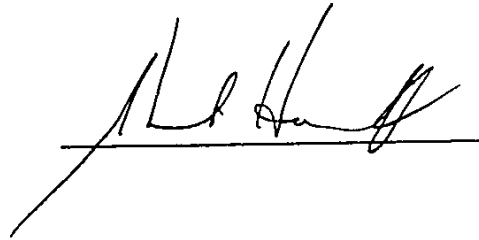
ARTICLE\_IX  
INDEMNIFICATION

The corporation shall indemnify any director or officer or former director or officer to the full extent permitted by law.

ARTICLE\_X  
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 26<sup>th</sup> day of Feb, 1997.



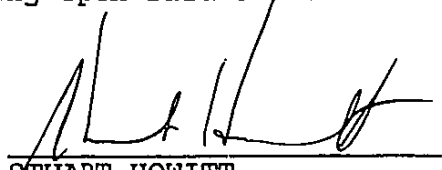
STATE OF FLORIDA  
COUNTY OF BROWARD

I HEREBY CERTIFY that on this \_\_\_\_\_ day of \_\_\_\_\_, 1997 personally appeared before me, the undersigned authority, \_\_\_\_\_, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

\_\_\_\_\_  
Notary Public

ACCEPTANCE\_BY\_REGISTERED\_AGENT

Having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

  
STUART HOWITT  
Registered Agent

FILED  
97 FEB 28 PM 12:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA