

P99000026949

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.
 (Requestor's Name)
3320 S.W. 87th AVENUE
 (Address)
MIAMI, FLORIDA (305)552-5973
 (City, State, Zip) (Phone #)
LOCAL REPRESENTATIVE TALLAHASSEE

400002816354--4
 -03/24/99--01066--021
 *****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. HELLO-MIAMI ONLINE, INC.
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

- Walk in
 Pick up time 2:00
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

99 MAR 24 PM 12:45
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

FILED

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

3/24
 DIVISION OF CORPORATION
 99 MAR 24 AM 11:29

Examiner's Initials

FILED

99 MAR 24 PM 12:45

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

Hello-Miami Online, inc,

ARTICLE I- NAME

THE NAME OF THIS CORPORATION IS: Hello-Miami Online, Inc.

ARTICLE II- DURATION

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE UNLESS SOONER DISSOLVED IN ACCORDANCE WITH LAWS OF THE STATE OF FLORIDA.

ARTICLE III- PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY AND ALL LAWFUL BUSINESS IN THE STATE OF FLORIDA.

ARTICLE IV- CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE FIVE THOUSAND (5,000) SHARES OF \$1.00 (ONE DOLLAR) PER VALUE OF COMMON STOCK WHICH SHALL BE DESIGNATED AS "COMMON SHARES".

ARTICLE V- PREEMPTIVE RIGHTS

EVERY SHAREHOLDER, UPON THE SALE FOR CASH FOR 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- INITIAL REGISTERED OFFICE

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS:

1414 NW 107 Ave Suite 106
Miami, Fl 33172

ARTICLE VII- INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE 1 DIRECTOR INITIALLY. THE NUMBER OF DIRECTOR MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BYLAWS BUT SHALL NEVER BE LESS THAN ONE. THE NAME AND ADDRESSES OF THE INITIAL DIRECTORS FOR THIS CORPORATION ARE:

Pat Carrillo
1414 NW 107 Ave Suite 106
Miami, Fl 33172

ARTICLE VIII- INCORPORATOR

THE NAME AND ADDRESS OF THE PERSONS SIGNING THESE ARTICLES ARE:

Pat Carrillo
1414 NW 107 Ave Suite 106
Miami, Fl 33172

Pat Carrillo

Pat Carrillo

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN PURSUANCE OF CHARTER 48.091 FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE AT: 1414 NW 107 Ave Suite 106
Miami, Fl 33172

HAS NAMED AGENT: Pat Carrillo

ACKNOWLEDGEMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF THE PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISION OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

Pat Carrillo

Pat Carrillo
REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 MAR 24 PM 12:45

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IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER HAS EXECUTED
THESE ARTICLES OF INCORPORATION ON THIS
23 th DAY OF March 1999 =

Pat Carrillo

Pat Carrillo