

999000051230

TRANSMITTAL LETTER

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

900002866909--2
-05/07/99--01064--014
*****78.75 *****78.75

SUBJECT: WEALTH BUILDING PUBLICATIONS, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

~~\$102.00~~
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUN -7 PM 3:19

FILED

FROM:

Joel A. Skor, CPA
Name (printed or typed)

3164 St. Anner Place
Address

Boca Raton, Florida 33496
City, State & Zip

561-994-3315
Daytime Telephone number

~~119/1100~~

T BROWN JUN - 7 1999

NOTE: Please provide the original and one copy of the articles.

7



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 12, 1999

JOEL A. SHOR, CPA
3164 ST. ANNES PLACE
BOCA RATON, FL 33496

SUBJECT: WEALTH BUILDING PUBLICATIONS, INC.
Ref. Number: W99000011084

We have received your document for WEALTH BUILDING PUBLICATIONS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 199A00025940

Joel A. Shor, CPA
3164 St. Annes Place
Boca Raton, Florida 3396

5/26/99
May 3, 1999

AND DATE BOTH COPIES

Dear Russ:

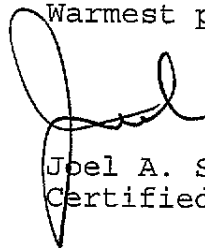
Enclosed please find an original and one copy of Articles of Incorporation of WEALTH BUILDING PUBLICATIONS, INC. Please sign all copies where indicated by yellow and have your signature witnessed in the appropriate places.

MAY 12, 1999

LETTER Forward the two copies of the articles, along with ~~Transmittal Letter~~ enclosed to Florida Department of State, Divisions of Corporations, Post Office Box 6327, Tallahassee, Florida 32314 with a check for \$ 78.75 made payable to Florida Department of State.

When you receive the approved articles back from the state, send me a copy immediately so I can apply for ID numbers and accounts with the IRS and the State of Florida.

Warmest personal regards,



Joel A. Shor
Certified Public Accountant

ARTICLES OF INCORPORATION
OF
WEALTH BUILDING PUBLICATIONS, INC.

FILED
99 JUN -7 PM 3: 19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.194 OF THE FLORIDA GENERAL CORPORATION ACT, THE UNDERSIGNED CORPORATION, PURSUANT TO A RESOLUTION DULY ADOPTED BY ITS BOARD OF DIRECTORS, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE 1- NAME AND MAILING ADDRESS

THE NAME OF THIS CORPORATION IS WEALTH BUILDING PUBLICATIONS, INC. THE MAILING ADDRESS IS RUSSELL PALEY, 4984 BOXWOOD CIRCLE, BOYNTON BEACH, FLORIDA 33436.

ARTICLE 2 - DURATION

THIS CORPORATION SHALL EXIST PERPETUALLY COMMENCING ON THE DATE THESE ARTICLES ARE FILED WITH THE DEPARTMENT OF STATE.

ARTICLE 3- PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE FOLLOWING PURPOSE: MARKETING OF PUBLISHED INFORMATION AND ANY OR ALL LAWFUL BUSINESS.

ARTICLE 4- CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 5000 SHARES OF ONE DOLLAR (\$ 1.00) PAR VALUE COMMON STOCK WHICH SHALL BE DESIGNATED " COMMON SHARES " .

ARTICLE 5- INITIAL REGISTERED OFFICE AND AGENT

THE STREET AND THE MAILING ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS 4984 BOXWOOD CIRCLE , BOYNTON BEACH, FLORIDA 33436 AND THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS RUSSELL PALEY.

ARTICLE 6 - INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED FROM TIME TO TIME BY THE BYLAWS BUT SHALL NEVER BE LESS THAN ONE. THE NAME AND MAILING ADDRESS OF THE INITIAL DIRECTOR OF THIS CORPORATION IS: RUSSELL PALEY, 4984 BOXWOOD CIRCLE, BOYNTON BEACH, FLORIDA 33436.

ARTICLE 7 - INCORPORATOR

THE NAME AND MAILING ADDRESS OF THE PERSON SIGNING THESE ARTICLES IS : RUSSELL PALEY, 4984 BOXWOOD CIRCLE, BOYNTON BEACH, FLORIDA 33436.

ARTICLE 8- RESTRICTIONS ON TRANSFER OF STOCK

SHARES OF CAPITAL STOCK OF THIS CORPORATION SHALL BE ISSUED INITIALLY TO THE FOLLOWING PERSONS AND IN THE AMOUNT OF THE SET OPPOSITE THEIR NAME:

RUSSELL PALEY

500 SHARES

SHARES HELD BY THE INITIAL SHAREHOLDERS LISTED ABOVE MAY NOT BE RESOLD OR OTHERWISE TRANSFERRED TO OTHER PERSONS UNLESS SUCH SHARES ARE FIRST OFFERED TO THE REMAINING SHAREHOLDERS OR TO THIS CORPORATION. THE PRICE AND TERMS AT WHICH, AND THE TIME WITHIN WHICH, SUCH SHARES MAY BE OFFERED AND SOLD SHALL BE FURTHER SPECIFIED BY WRITTEN AGREEMENT AMONG ALL OF THE SHAREHOLDERS AND THIS CORPORATION. ALL UNISSUED SHARES OF STOCK MUST BE GRANTED WITH UNANIMOUS APPROVAL, OF THE BOARD OF DIRECTORS PRIOR TO THEIR INSURANCE, IF AT ALL.

ARTICLE 9- BYLAWS

THE POWER TO ADOPT ,ALTER, AMEND OR REPEAL BYLAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND SHAREHOLDERS.

ARTICLE 10- POWERS

THIS CORPORATION SHALL HAVE ALL OF THE CORPORATE POWERS ENUMERATED IN THE FLORIDA GENERAL CORPORATION ACT.

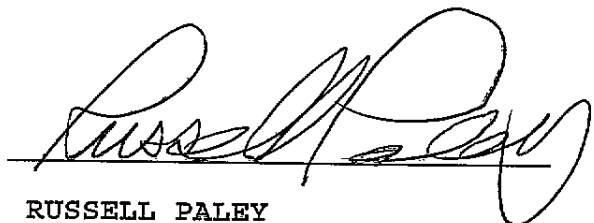
ARTICLE 11- INDEMNIFICATION

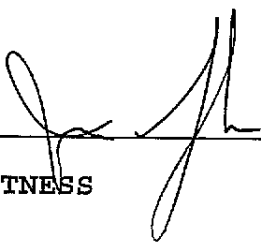
THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE 12- AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

IN WITNESS WHEREOF , THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 1 DAY OF June, 1999.


RUSSELL PALEY


WITNESS

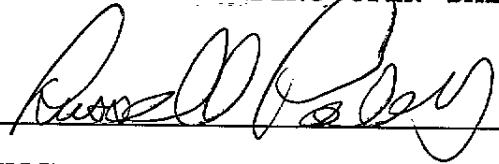
ACCEPTANCE OF REGISTERED AGENT

OF

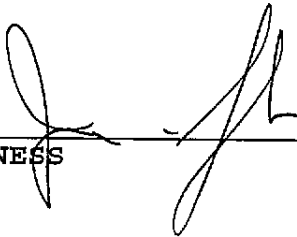
WEALTH BUILDING PUBLICATIONS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED, I HEREBY ACCEPT THE ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF CHAPTER 48. 091, FLORIDA STATUTES, RELATIVE TO KEEPING OPEN SAID OFFICE.



RUSSELL PALEY



WITNESS