

WOLLETT & ASSOCIATES, P.A.

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July 15, 1999

Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

P990000664/63

RE: URBAN PAGES, INC.

200002936372--6
-07/20/99--01070--002
*****78.75 *****78.75

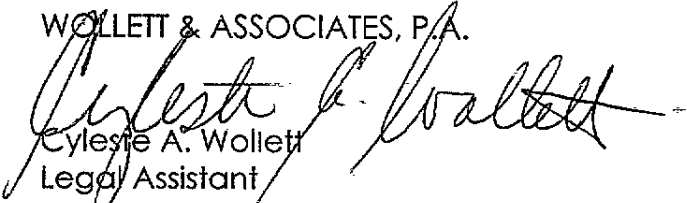
Dear Sir or Madame,

Enclosed for filing, please find the Articles of Incorporation for the above referenced entity. Also enclosed, is our client's check for \$78.75 to cover the filing fee. Please return the filed document to us in the self-addressed, prepaid envelope I have provided.

Thank you for your assistance in this matter.

Very truly yours,

WOLLETT & ASSOCIATES, P.A.


Cyleste A. Wollett
Legal Assistant

RLW/caw

ENCLOSURES

99 JUL 20 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**ARTICLES OF INCORPORATION
OF
URBAN PAGES, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of this corporation is URBAN PAGES, INC.

ARTICLE TWO

The corporation is to have perpetual existence.

ARTICLE THREE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have the authority to issue is 1,000 shares of common stock, having a par value of \$1.00 per share.

ARTICLE FIVE

The mailing address of the principal corporate office of the corporation is 1002 GREEN PINE BLVD., E-2, WEST PALM BEACH, FLORIDA 33409.

The name and street address of the initial Registered Agent for this corporation to accept service of process within the State of Florida is GERALD GIRAULT; 1002 GREEN PINE BLVD., E-2, WEST PALM BEACH, FLORIDA 33409.

ARTICLE SIX

The name and address of the incorporator of this corporation is GERALD GIRAULT, 1002 GREEN PINE BLVD., E-2, WEST PALM BEACH, FLORIDA 33409.

Said incorporator is over the age of eighteen (18) years; is sui juris, and is a citizen of the United States.

ARTICLE SEVEN

ONE (1) director shall constitute the initial Board of Directors of the corporation, but the By-laws may provide for such increase or decrease in number thereof as is authorized by law.

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ARTICLE EIGHT

Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation.

ARTICLE NINE

The effective date of this corporation shall be the filing date of these Articles of Incorporation in accordance with Florida Statutes §607.0203.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation this 15th day of July, 1999.

By 
GERALD GIRAULT, Incorporator

STATE OF FLORIDA

DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process
Within This State and Naming Agent Upon Whom Process May be Served.

The following is submitted, in compliance with, Florida Statutes:

URBAN PAGES, INC. is a corporation organized under the laws of the State of Florida, with its principal office at 1002 GREEN PINE BLVD., E-2, WEST PALM BEACH, COUNTY OF PALM BEACH, STATE OF FLORIDA, has named GERALD GIRAULT as agent to accept service of process within this State.


GERALD GIRAULT, Incorporator

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the Florida designated address) in some conspicuous place in office as required by law.


GERALD GIRAULT, Registered Agent

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TALLAHASSEE, FLORIDA