

Division of Corporations

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Florida Department of State
Division of Corporations
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To:
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Fax Number : (850)205-0381

From:
Account Name : HUBCO
Account Number : 104662003400
Phone : (516)935-3940
Fax Number : (516)935-3088

2002 SEP 23 AM 8:56
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

CPABank Advertising Network, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	03
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09-24-02



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

September 18, 2002

HUBCO

SUBJECT: CPABANK ADVERTISING NETWORK, INC.
REF: W02000027249

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

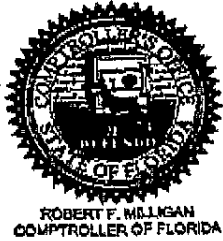
Written approval and clearance of the terms BANK, BANKER, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION or words of similar import, must be obtained from the Division of Banking, pursuant to section 655.922(2a), Florida Statutes.

Enclosed is a "Name Approval Request" form to be filled out and sent to the address indicated on the form. If the proposed name is approved by the Division of Banking, resubmit the document and approval letter to the Division of Corporations for filing.

If you have any further questions concerning your document, please call (850) 245-6927.

Tracy Smith
Document Specialist
New Filing Section

FAX Aud. #: H02000199626
Letter Number: 502A00053265



OFFICE OF THE COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA
TALLAHASSEE
32399-0350

September 23, 2002

Mr. Bruce B. Hubbard
HUBCO Incorporation Services
77 East John Street
Hicksville, New York 11801

Re: CPABank Advertising Network, Inc.

Dear Mr. Hubbard:

Thank you for your recent letter/fax requesting approval for use of the above-referenced corporate name. It is the opinion of this Department that your name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company.

The Department does not object to your use of the above-referenced corporate name being registered as a foreign corporation in the state of Florida.

Sincerely,

Alex Hager
Director

AH:ker

cc: Karon Beyer, Chief, Bureau of Corporate Records,
Division of Corporations, Secretary of State's Office

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

CPABank Advertising Network, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

CPABank Advertising Network, Inc.
21331 Millbrook Court
Boca Raton, FL 33498

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ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

5000 Shares at \$1.00 Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Patricia Safer
21331 Millbrook Court
Boca Raton, FL 33498

Prepared By:
Bruce B. Hubbard
77 East John St.
Hicksville, New York 11801
1-516-935-3940

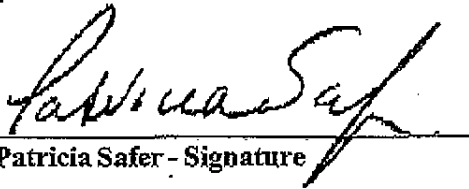
ARTICLES V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Patricia Safer
21331 Millbrook Court
Boca Raton, FL 33498

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

17th day of September 2002.



Patricia Safer - Signature

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: CPABank Advertising Network, Inc.

2. The name and address of the registered agent and office is:

Patricia Safer
Name

21331 Millbrook Court
(P.O. Box or Mail Drop Box NOT Acceptable)

Boca Raton, FL 33498
(City / State / Zip)

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.


Patricia Safer
SIGNATURE

September 17th, 2002
(Date)