

**Electronic Articles of Incorporation
For**

**N03000004412
FILED
May 23, 2003
Sec. Of State**

GCNAPTOWN, INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

GCNAPTOWN, INC.

Article II

The principal place of business address:

23386 SERENE MEADOW DR S
BOCA RATON, FL. US 33428

The mailing address of the corporation is:

23386 SERENE MEADOW DR S
BOCA RATON, FL. US 33428

Article III

The specific purpose for which this corporation is organized is:

OUR PURPOSE AS AN ORGANIZATION IS TO UTILIZE THE INTERNET
AND OUR ONLINE COMMUNITY(GCNAPTOWN.COM), CUSTOMIZED BY US,
TO CONNECT WORLDWIDE FANS OF THE BAND "GOOD CHARLOTTE" WITH
EACHOTHER, AND TO PROVIDE AN INFORMATIVE ENVIRONMENT FOR
THEM.

Article IV

The manner in which directors are elected or appointed is:

THE METHOD OF ELECTION ARE STATED IN THE BYLAWS.

Article V

The name and Florida street address of the registered agent is:

MICHAEL H STERN
23386 SERENE MEADOW DR S
BOCA RATON, FL. 33428

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: MICHAEL H STERN

Article VI

The name and address of the incorporator is:

MICHAEL H. STERN
23386 SERENE MEADOW DR S
BOCA RATON, FL 33428
USA

Incorporator Signature: MICHAEL H. STERN

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
MICHAEL H STERN
23386 SERENE MEADOW DR S
BOCA RATON, FL. 33428 US

Title: VP
DOMENIQUE RUSSO
23083 SW 61ST AVE
BOCA RATON, FL. 33428 US