

Division of Corporations

Page 1 of 1

**PO0000001718**

**Florida Department of State**

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

**Electronic Filing Cover Sheet**

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

**((H00000000733 6)))**

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

**To:**

Division of Corporations  
Fax Number : (850) 922-4001

**From:**

Account Name : STEARNS WEAVER MILLER, ET AL.  
Account Number : 076077002504  
Phone : (305) 789-3200  
Fax Number : (305) 789-3395

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 JAN -6 PM 1:38

**FILED**

**FLORIDA PROFIT CORPORATION OR P.A.**

**Power of Women.com Inc.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

**Electronic Filing Menu**

**Corporate Filing**

**Public Access Help**

H00000000733 6

**ARTICLES OF INCORPORATION  
OF  
POWER OF WOMEN.COM INC.**

**ARTICLE I - NAME AND ADDRESS**

The name of this corporation is **Power of Women.com Inc.** (the "Corporation"). The address of the principal office and the mailing address of the Corporation is c/o Stearns Weaver Miller Weissler Alhadeff & Sitterson, P.A., 2200 Museum Tower, 150 West Flagler Street, Miami, Florida 33130.

**ARTICLE II - PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE III - CAPITAL STOCK**

The aggregate number of shares which the Corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One Cent (\$.01) per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to the Corporation,

Filed by:  
Stuart D. Ames, Fla. Bar No. 311308  
Stearns Weaver Miller, et al  
150 West Flagler Street, Suite 2200  
Miami, Florida 33130  
Telephone: 305-789-3200  
Facsimile: 305-789-3395

**FILED**  
00 JAN -6 PM 1:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H00000000733 6

H00000000733 6

including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE IV - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of the Corporation and the name of the initial registered agent of the Corporation at such office is:

Name

Address

Stuart D. Ames

2200 Museum Tower  
150 West Flagler Street  
Miami, Florida 33130

ARTICLE V - COMMENCEMENT

The Corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator is:

Name

Address

Stuart D. Ames

2200 Museum Tower  
150 West Flagler Street  
Miami, Florida 33130

H00000000733 6

H00000000733 6

ARTICLE VII - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of the Corporation.

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director of the Corporation, to the fullest extent permitted by law.

ARTICLE IX - AMENDMENT

The Corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon the Corporation may be modified or canceled by a vote of the shareholders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 5<sup>th</sup> day of January, 2000.

  
\_\_\_\_\_  
Stuart D. Ames, Incorporator

H00000000733 6

H00000000 733 6

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Statutes.

  
Stuart D. Ames, Registered Agent

EW-001357401001POWER.A01

H00000000733 6

FILED  
00 JAN -6 PM 1:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA