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Florida Department of State

Division of Corporations
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To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.**CITV.COM, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	05
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**ARTICLES OF INCORPORATION
OF
CITY.COM, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms this corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is **CITY.COM, INC.**

ARTICLE II - NATURE OF BUSINESS

The nature of the business and the objects and purposes to be transacted and carried on are to engage in any and every activity or business as lawfully permitted under the laws of the State of Florida and the laws of the United States of America.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is fifty million (50,000,000.00) shares of common stock having no par value.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is five hundred (\$500.00) dollars.

This Document Prepared By:
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ARTICLE V - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VI - INITIAL ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is **8880 SW 100th STREET, MIAMI, FLORIDA 33176.**

ARTICLE VII - OFFICERS AND DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial Director and Officer of this corporation is:

**RICKEY L. PATTERSON, President, Secretary, and Director
8880 SW 100th STREET
MIAMI, FLORIDA 33176**

ARTICLE VIII - SUBSCRIBER AND INCORPORATOR

The incorporator of and subscriber to these Articles of Incorporation is **RICKEY L. PATTERSON, 8880 SW 100th STREET, MIAMI, FLORIDA 33176.**

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

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ARTICLE X - AMENDMENTS

Except as otherwise provided hereinabove, these Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI - REGISTERED OFFICE AND AGENT


RICKEY L. PATTERSON is hereby designated as Registered Agent for this corporation in the State of Florida for service of process, and **8880 SW 100th STREET, MIAMI, FLORIDA 33176** as the Registered Office.

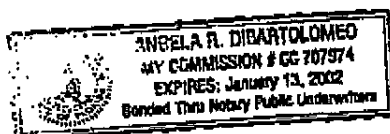

RICKEY L. PATTERSON, as Subscriber, Incorporator,
and Registered Agent

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared **RICKEY L. PATTERSON**, to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, Subscriber, and Registered Agent thereof, and acknowledged before me that he executed the same in said capacities and for the purpose intended, and did take an oath.

Dated this 12th day of **JANUARY, 2000**.


Notary Public



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**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.**

In pursuance with the Florida Statutes, the following is submitted, in compliance with
said Act:

First - That **CITY.COM, INC.,**
(Name of Corporation)

desiring to organize under the laws of the State of **FLORIDA** with its principal office, as
indicated in the Articles of Incorporation, at **MIAMI-DADE** County, **FLORIDA** has named
RICKEY L. PATTERSON, located at **8880 SW 100th STREET, MIAMI, FL 33176** as its
agent to accept service of process within this state.

ACKNOWLEDGMENT:(MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation,
at place designated in this certificate, I hereby accept to act in this capacity, and agree to
comply with the provisions of said Act relative to keeping open said office.

By: 
RICKEY L. PATTERSON, Registered Agent

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