

P000000022742

5820 Miami Lakes Drive, East  
Miami Lakes, Florida 33014  
February 17, 2000

State of Florida  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

EFFECTIVE DATE  
3-1-00

300003141603--2  
-02/21/00--01110--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Social Domains, Inc.

3/6

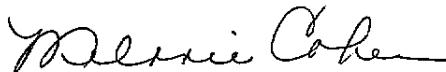
Gentlemen:

Enclosed please find the Articles of Incorporation for Social Domains, Inc., together with a check in the amount of \$78.75 to cover the cost of filing and one certified copy.

Please process these Articles and forward the certified copy to the above address.

Thank you very much for your assistance.

Yours truly,



Melanie Cohen

Encls.

FILED  
2000 MAR -6 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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W-5024



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 23, 2000

MELANIE COHEN  
5820 MIAMI LAKES DRIVE, EAST  
MIAMI LAKES, FL 33014

SUBJECT: SOCIAL DOMAINS, INC.  
Ref. Number: W00000005024

We have received your document for SOCIAL DOMAINS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

The earliest effective date available is February 14, 2000.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6925.

Angela Revell  
Document Specialist

Letter Number: 400A00009878

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
3-1-00

ARTICLES OF INCORPORATION  
OF  
SOCIAL DOMAINS, INC.

*The undersigned incorporator to these Articles of Incorporation, a natural person, competent to contract and duly licensed for advertising, multimedia and internet business, and all other related services, hereby forms a corporation for profit pursuant to the provisions and laws of the State of Florida.*

**ARTICLE I**

Name

The name of this corporation is: **SOCIAL DOMAINS, INC.**

**ARTICLE II**

Existence

The corporation's existence shall commence on March 1, 2000.

**ARTICLE III**

Nature of Corporate Business and Powers

The general nature of the business to be transacted by this Corporation shall be:

- A. To engage in every aspect and phase of the advertising, multimedia and internet industry which it is authorized to render, and every and all other lawful purposes.
- B. To invest and reinvest the funds of this corporation in real estate, mortgages, stocks, bonds of any other type of investments within the meaning of Chapter 621.08, Florida Statutes, and to acquire and own real and personal property necessary for the rendering of professional services.
- C. To do each and every thing necessary and proper for the accomplishment

or furtherance of any of the purposes or objects of this corporation enumerated in these Articles of Incorporation, or amendment thereof, necessary or incidental to the protection and benefit of this corporation; and, in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuits necessary or incidental to the accomplishment or furtherance of such purposes or objects of this corporation.

D. To conduct and transact any business lawfully authorized and not prohibited by Chapter 621, Florida Statutes, as the same may be amended from time to time.

#### ***ARTICLE IV***

##### ***Authorized Capital***

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Five Thousand (5,000) shares of common stock having a par value of One (\$1.00) Dollar per share.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

#### ***ARTICLE V***

##### ***TERM OF EXISTENCE***

This corporation shall have perpetual existence.

***ARTICLE VI***

***REGISTERED AGENT AND INITIAL REGISTERED OFFICE***

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

WILLIAM D. COHEN  
5820 Miami Lakes Drive  
Miami Lakes, Florida 33014

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

***ARTICLE VII***

***BOARD OF DIRECTORS***

This Corporation shall have four (4) directors, initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1).

***ARTICLE VIII***

***INITIAL DIRECTORS***

The name of the initial directors of this Corporation and their street address is:

PRESIDENT: FLETCHER B. LEARY  
VICE PRESIDENT: WILLIAM D. COHEN  
SECRETARY/TREASURER: MELANIE COHEN

5820 Miami Lakes Drive  
Miami Lakes, Florida 33014

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

***ARTICLE IX  
PRINCIPAL OFFICE***

The principal office of the corporation is as follows:

5820 Miami Lakes Drive  
Miami Lakes, Florida 33014

***ARTICLE IX  
INCORPORATOR***

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

MELANIE COHEN  
5820 Miami Lakes Drive  
Miami Lakes, Florida 33014

***ARTICLE X  
CONFLICT OF INTEREST***

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Corporation may be the other individual or individuals contracting with this Corporation.

**ARTICLE XI**

**AMENDMENT**

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 them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock 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.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 17<sup>th</sup> day of February, 2000.

  
MELANIE COHEN

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

Pursuant to the provisions of Section 607.0501, Florida Statutes, the following is submitted, in compliance with said Statutes:

That SOCIAL DOMAINS, INC. is desiring to organize under the laws of the State of Florida, with its registered office at: 5820 Miami Lakes Drive, Miami Lakes, Florida, 33014. and has named WILLIAM D. COHEN, located at 5820 Miami Lakes Drive, Miami Lakes, Florida, 33014, as its agent to accept service of process within this state.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT:

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 Statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

  
\_\_\_\_\_  
WILLIAM D. COHEN