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MIRKIN & WOOLF, P.A.

Attorneys at Law

SouthTrust Center - Suite 580  
1700 Palm Beach Lakes Blvd.  
West Palm Beach, Florida 33401  
phone 561-687-4460  
fax 561-687-3447  
e-mail: bizlaw@mirkinwoolf.com

February 28, 2000

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

RE: Articles of Incorporation

Gentlemen:


Enclosed for filing please find an original and one copy of Articles of Incorporation for Bugmen Media Incorporated.

Also enclosed please find a check in the amount of \$122.50 to cover the filing fee and fee for a certified copy. Please mail the certified copy to me at the address above.

Thank you for your immediate attention to this matter.

Very truly yours,

MIRKIN & WOOLF, P.A.

  
Mark H. Mirkin  
MHM/deb

cc: Gregory D. Rice

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-03/01/00--01056--003  
\*\*\*\*122.50 \*\*\*\*78.75

FILED  
00 MAR - 1 AM 10:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JS/8

**ARTICLES OF INCORPORATION**  
**OF**  
**BUGMEN MEDIA INCORPORATED**

**FILED**  
**00 MAR - 1 AM 10:45**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

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

**ARTICLE I. NAME**

The name of the Corporation shall be BUGMEN MEDIA INCORPORATED. The principal place of business shall be 1959 W. 9<sup>th</sup> Street, Riviera Beach, Florida 33404.

**ARTICLE II. NATURE OF BUSINESS**

The Corporation may engage in or transact all lawful activities or businesses permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**ARTICLE III. CAPITAL STOCK**

The total number of shares of capital stock which the Corporation shall have authority to issue is one million (1,000,000) shares of Common Stock with a par value of \$0.01 per share, all of which shares, when issued, shall be fully paid and non-assessable.

None of the shares of Common Stock shall be entitled to any preference over any other shares of such stock.

**ARTICLE IV. REGISTERED AGENT**

The street address of the initial registered office of the Corporation shall be 1959 W. 9<sup>th</sup> Street, Riviera Beach, Florida

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Prepared by: Mark H. Mirkin, Esq.  
FL Bar No. 464694  
MIRKIN & WOOLF, P.A.  
1700 Palm Beach Lakes Blvd. #580  
West Palm Beach, FL 33401  
(561) 687-4460

33404 and the name of the initial registered agent of the Corporation at that address is Gregory D. Rice.

ARTICLE V. TERM OF EXISTENCE

The Corporation shall exist perpetually.

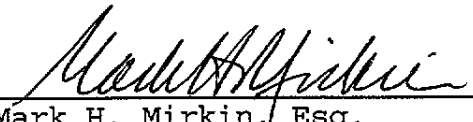
ARTICLE VI. DIRECTORS

The Corporation shall have three (3) directors initially. The names and addresses of the initial members of the Board of Directors are Gregory D. Rice, 1959 W. 9<sup>th</sup> Street, Riviera Beach, Florida 33404, John E. Rice, 1959 W. 9<sup>th</sup> Street, Riviera Beach, Florida 33404 and Timothy M. Hulett, 1959 W. 9<sup>th</sup> Street, Riviera Beach, Florida 33404.

ARTICLE VII. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are Mark H. Mirkin, Esq., Mirkin & Woolf, P.A. 1700 Palm Beach Lakes Blvd. #580, West Palm Beach, Florida 33401.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 28<sup>th</sup> day of February, 2000.

  
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Mark H. Mirkin, Esq.

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

**FILED**  
00 MAR - 1 AM 10:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The following is submitted in accordance with the requirements of Chapter 48.091, Florida Statutes:

BUGMEN MEDIA INCORPORATED desiring to organize under the laws of the State of Florida with its registered office address, as indicated in the Articles of Incorporation, as 1959 W. 9<sup>th</sup> Street, Riviera Beach, Florida 33404, has named GREGORY D. RICE as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above-stated Corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091, F.S., relative to keeping open said office.

  
\_\_\_\_\_  
Gregory D. Rice

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