

Est. 1757

DRAKEFORD
DRAKEFORD

ACCOUNTANTS
A PROFESSIONAL ASSOCIATION

P000000306002

Reply to:

P.O. Box 22023
Tampa, FL 3622-2023

March 16, 2000

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: H.O.A..Com, Inc.

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-03/20/00--01087--010
*****70.00 *****70.00

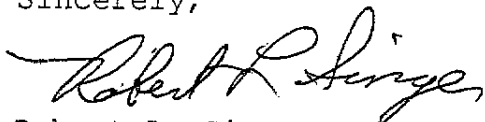
Dear Sir/Madam:

Enclosed herein is original and copy of Articles of Incorporation, together with original and copy of Registered Agent Form, regarding the above referenced corporation for filing.

Also enclosed herein is a check in the amount of \$70.00 to cover filing fees.

Please forward filed copy of the Articles of Incorporation to the undersigned at the address shown above.

Sincerely,



Robert L. Singer
Senior Associate

enc.

FILED
00 MAR 20 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P.O. Box 22023
Tampa, FL 33622-2023
(813) 248-3001
Fax: (813) 247-4115

2009 North 14th Street
Suite 410
Virginia, VA 22201
(703) 527-2299
Fax: (703) 522-2930

P.O. Box 4534
Lancaster, CA 93539-4534
(805) 946-4142
Fax: (805) 946-5533

Handwritten initials and date: 3-27-00

ARTICLES OF INCORPORATION
OF
H.O.A..Com, Inc.

FILED
00 MAR 20 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation, hereby adopt the following Articles of Incorporation.

ARTICLE ONE
NAME

The name of the Corporation is H.O.A..Com, Inc., 2212 East 4th Avenue, Tampa, FL 33605.

ARTICLE TWO
DURATION

The term of existence of the Corporation is perpetual.

ARTICLE THREE
PURPOSE

The corporation will transact any and all lawful business to include, but not restricted to, entertainment.

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue is:

100,000,000 Common Class A
100,000,000 Common Class B
50,000,000 Preferred

All shares have a par value of \$1.00.

ARTICLE FIVE
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued shares of the Corporation and any securities of the Corporation convertible into carrying a right to subscribe to or acquire shares of any such unissued shares.

ARTICLE SIX
INITIAL REGISTERED OFFICE and AGENT

The street address of the initial registered office of the Corporation is 2212 East 4th Avenue, Tampa, FL 33605 and the name of the initial registered agent at such address is Drakeford & Drakeford, A Professional Association.

ARTICLE SEVEN
DIRECTORS/OFFICERS

The name and address of the President of the Corporation is:

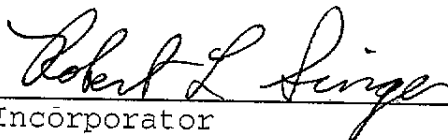
Name	Address
John Velasco-Mills	2212 East 4 th Avenue Tampa, FL 33605

ARTICLE EIGHT
INCORPORATORS

The name and address of the incorporator is:

Name	Address
Robert L. Singer	2212 East 4 th Avenue Tampa, FL 33605

IN WITNESS WHEREOF, I have subscribed my name on this 16th day of March, 2000.


Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

On this 16th day of March, 2000 before me, the undersigned incorporator, personally appeared Robert L. Singer, known to me, to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purpose there contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary State of Florida



Michael M. Savah
Commission # CG 848554
Expires June 21, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

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

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said act.

First that H.O.A..Com, Inc., desiring to organize under the
laws of the State of Florida, with its principal office as
indicated in the Articles of Incorporation in the County of
Hillsborough, State of Florida, has named Drakeford & Drakeford,
A Professional Association, 2212 East 4th Avenue, Tampa, Florida
33605, Mailing Address: P.O. Box 22023, Tampa, Florida 33622-
2023, as its agent to accept service of process within this
state.

ACKNOWLEDGMENT AND ACCEPTANCE;

Having been named to accept service of process for the
above named 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.



Drakeford & Drakeford, A Professional Association
Walter H.C. Drakeford

FILED
00 MAR 20 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA