

Division of Corporations

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**P0000000030789****Florida Department of State**

Division of Corporations

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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

March 24, 2000

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SUBJECT: SEARCHANDGO.COM, INC.  
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ARTICLES OF INCORPORATION

OF

SEARCHANDGO.COM, INC.

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ARTICLE I - NAME AND ADDRESS

The name of this corporation is SEARCHANDGO.COM, INC. (the "Corporation").

The address of the principal office and the mailing address of the Corporation is 7706 N. W. 25<sup>th</sup> Street, Margate, Florida 33063.

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 Hundred Thousand (100,000) 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, 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.

Filed by:  
Jackie Gerstenfeld, Legal Asst.  
Stearns Weaver Miller, et al  
150 W. Flagler St., Suite 2200  
Miami, Florida 33130  
T: 305-789-3200/F: 305-789-3395

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:

<u>Name</u>	<u>Address</u>
Richard E. Schatz	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 - INITIAL

BOARD OF DIRECTORS

The initial Board of Directors of the Corporation shall be comprised of three persons. The number of directors may be either increased or decreased from time to time as provided for in the Bylaws of the Corporation, but shall never be less than one. The names and addresses of the members of the initial Board of Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Jeff Ostroff	7706 N. W. 25 <sup>th</sup> Street Margate, Florida 33063
Lyle Romer	8145 Copenhagen Way Boca Raton, Florida 33434
Steven Alterman	3820 S. W. 106 <sup>th</sup> Terrace Davie, Florida 33328

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ARTICLE VII - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Richard E. Schatz	2200 Museum Tower 150 West Flagler Street Miami, Florida 33130

ARTICLE VIII - 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 IX - 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 X - 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 cancelled by a vote of the shareholders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of  
Incorporation this 23rd day of March, 2000.

Richard E. Schatz, Incorporator

REGISTERED AGENT

**Richard E. Schatz, Registered Agent**

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