

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Capital | Advertising, Inc.

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05/03/00 01085-008

\*\*\*\*\*70.00 \*\*\*\*\*70.00

☒ Art of Inc. File Photo

\_\_\_\_ LTD Partnership File

\_\_\_\_ Foreign Corp. File

\_\_\_\_ L.C. File

\_\_\_\_ Fictitious Name File

\_\_\_\_ Trade/Service Mark

\_\_\_\_ Merger File

\_\_\_\_ Art. of Amend. File

\_\_\_\_ RA Resignation

\_\_\_\_ Dissolution / Withdrawal

\_\_\_\_ Annual Report / Reinstatement

\_\_\_\_ Cert. Copy

☒ Photo Copy

\_\_\_\_ Certificate of Good Standing

\_\_\_\_ Certificate of Status

\_\_\_\_ Certificate of Fictitious Name

\_\_\_\_ Corp Record Search

\_\_\_\_ Officer Search

\_\_\_\_ Fictitious Search

\_\_\_\_ Fictitious Owner Search

\_\_\_\_ Vehicle Search

\_\_\_\_ Driving Record

\_\_\_\_ UCC 1 or 3 File

\_\_\_\_ UCC 11 Search

\_\_\_\_ UCC 11 Retrieval

\_\_\_\_ Courier

FILED  
00 MAY -3 PM 2:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
00 MAY -3 PM 12:06  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

03 MAY 03 2000  
TALLAHASSEE, FLORIDA

Signature

Requested by:

Name CD Date 5-3-00 Time 11:00

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

# ARTICLES OF INCORPORATION OF CAPITAL 1 ADVERTISING, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

## ARTICLE I

### NAME OF CORPORATION

The name of the corporation is Capital 1 Advertising, Inc.

## ARTICLE II

### DURATION

The period of its duration is perpetual.

## ARTICLE III

### PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

## ARTICLE IV

### PRINCIPAL OFFICE OF CORPORATION

The initial address of the principal office of the corporation and the initial mailing address of the corporation is 4343 Ridgewood Avenue, Port Orange, Florida 32127.

## ARTICLE V

### CAPITAL STOCK

The corporation is authorized to issue one hundred (100) shares of common stock, all of one class, with a par value of one dollar (\$1.00).

FILED  
00 MAY -3 PM 2:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VI

**REGISTERED AGENT AND REGISTERED OFFICE**

The name of the corporation's initial registered agent is Jerome D. Mitchell, Esquire, 400 South Palmetto Avenue, Daytona Beach, Florida 32114.

ARTICLE VII

**NAME AND ADDRESS OF INCORPORATOR**

The name and address of the incorporator is Jerome D. Mitchell, Esquire, 400 South Palmetto Avenue, Daytona Beach, Florida 32114.

ARTICLE VIII

**AMENDMENT OF ARTICLES**

These Articles of Incorporation of this Corporation may be amended, changed, altered or repealed in the manner now or hereafter described by the Florida Statutes and all rights conferred on the stockholders herein are granted subject to this reservation.

ARTICLE IX

**OFFICERS**

The names of the officer(s) who shall serve until the first election are as follows:

Janet Walters	President
Dana Petta	CEO

ARTICLE X

**BOARD OF DIRECTORS**

The following persons shall constitute the first Board of Directors:

Janet Walters	Director
Marc Walters	Director
Dana Petta	Director
Angelo Petta	Director
Kimberly Cipriano	Director
Joseph Carrasquillo	Director
Marlene Carrasquillo	Director

ARTICLE XI

**DIRECTORS' AUTHORITY TO FIX COMPENSATION**

Directors shall have authority to fix compensation unless otherwise provided in Articles of Incorporation or Bylaws.

ARTICLE XII

**MEETINGS BY CONFERENCE TELEPHONE**

Members of the Board of Directors may participate in all meetings of the Board of Directors by means of conference telephone or similar communications equipment as provided by law.

ARTICLE XIII

**INDEMNIFICATION**

The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for in the Bylaws of this corporation.

ARTICLE XIV

**INFORMAL ACTION OF DIRECTORS**

If all the directors severally and collectively consent in writing to any action taken or to be taken by the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XV

**SUB-CHAPTER "S" SELECTION**

The Board of Directors may take such action as is appropriate to assure taxation as a Sub-Chapter "S" small business corporation, pursuant to currently applicable provisions of the Internal Revenue Code.

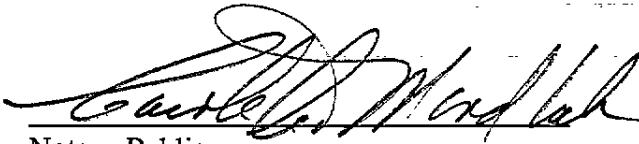
WITNESSED by respective hand this 28<sup>th</sup> day of April, 2000.

  
Jerome D. Mitchell, Esquire

STATE OF FLORIDA  
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the county aforesaid, to take acknowledgments, personally appeared Jerome D. Mitchell, Esquire, to me known to be the person described or has produced n/a n/a as identification in and who executed the foregoing instrument and he acknowledged before me that he executed the same and did take an oath.

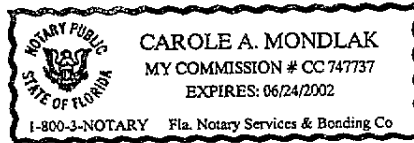
WITNESS my hand and official seal in the County and State last aforesaid this 28<sup>th</sup> day of April, 2000.



Notary Public

My Commission Expires:

My Commission Number:



**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT FOR**  
**CAPITAL 1 ADVERTISING, INC.**  
**A CORPORATION FOR PROFIT**

Having been designated as Registered Agent for Capital 1 Advertising, Inc., a Florida corporation for profit (hereinafter the "Corporation"), I accept the designation and agree to act as registered agent of the Corporation, and I acknowledge that I am familiar with and accept the obligations of the position of registered agent for the Corporation.

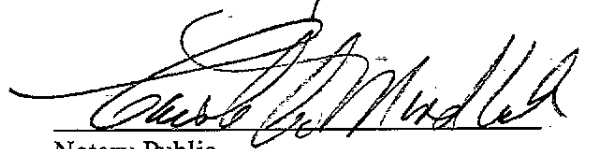
DATED this 28<sup>th</sup> day of April, 2000.

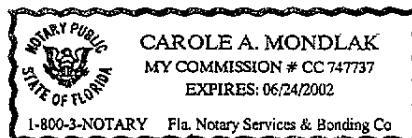
  
\_\_\_\_\_  
Jerome D. Mitchell, Esquire

STATE OF FLORIDA  
COUNTY OF VOLUSIA

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Notary Public  
My Commission Expires:  
My Commission Number:



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SECRETARY OF STATE