

Division of Corporations

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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FLORIDA INCORPORATORS, INC.
Account Number : 075350000473
Phone : (305) 661-8503
Fax Number : (603) 761-7427

FILED
2000 MAY -8 PM 12:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

Web Insights, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	5
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION
FOR
WEB-INSIGHTS, INC.**

I, the undersigned, desiring to become a corporation for the purpose herein stated, pursuant to the laws of the State of Florida as set forth in Chapter 607 of the Statutes of Florida, 1957, for the transaction of business with and under the following chapter, hereby certify as follows:

ARTICLE I

The name of the corporation shall be:

Web-Insights, Inc.

ARTICLE II

The general nature of its business shall be:

- a) to manufacture computer software and related consulting services, and to do any and all things necessary and incidental to carrying on the business, including the right to own, buy, lease, or otherwise acquire such real estate as may be necessary for carrying out the purposes for which this corporation is organized.
- b) to purchase or otherwise acquire the whole or any part of the stock, securities, property assets, good will, rights and business, and to undertake or assume the whole or any part of the bonds, mortgages, franchises, leases, contracts, indebtedness, guarantees, liabilities and obligations of any person, firm, association, corporation, or organization, and to pay for the same, or any part or combination thereof, in cash, shares of the capital stocks, bonds, debentures, notes, or other obligations of the corporation or otherwise, or by undertaking or assuming the whole or any part of the liabilities or obligations of the transfer, and to utilize, enjoy, and conduct, in a lawful manner, the whole or any part of the business so acquired and to exercise all powers necessary or convenient in and about the conduct, management, and carrying on of such business, and the purpose of the corporation as set forth in sub. Paragraph (b) herein.

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ARTICLE III

The maximum number of shares of stocks the corporation is authorized to have outstanding at any time is one hundred (100) shares of Capital Common Stock, with a par value of \$0.01; such stock may be issued for such consideration as may be fixed by the board of directors shall be fully paid and non-assessable.

ARTICLE IV

In fulfillment with the requirements of section 607.164 of the Florida Statutes, The Registered Agent of this corporation shall be:

Steven Grubb
13056 Broakfield Cr.
Orlando, FL 32837

ARTICLE V

The amount of capital with which this corporation shall begin business is Two Hundred and Fifty (\$250.00) DOLLARS.

ARTICLE VI

The term of existence of this corporation shall be perpetual.

ARTICLE VII

The principal office of this corporation shall be located at:

13056 Broakfield Cr.
Orlando, FL 32837

ARTICLE VIII

The number of directors of this corporation shall not be less than one (1) nor more than six (6) as the same be provided for the By-Laws of this corporation, the number of directors of this corporation shall be two (2).

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ARTICLE IX

The name and address of the first board of directors, who, subject to the provisions of this Certificate of Incorporation, the By-Laws of this corporation, and the Acts of the Legislature of the State of Florida herein before mentioned shall hold office for the first year of this corporation's existence, or until their successors are elected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Steve Grubb President	13056 Broakfield Cr. Orlando, FL 32837
Barry Rubel CEO	348 Sheridan Ave. Satellite Beach, FL 32937

ARTICLE X

The names and addresses of each subscriber of this certificate, and a statement of the number of shares of stock which they agreed to take are as follows:

<u>NAME</u>	<u>No. of SHARES</u>
Steven Grubb 13056 Broakfield Cr. Orlando, FL 32837	40
Barry Rubel 348 Sheridan Ave. Satellite Beach, FL 32937	51

ARTICLE XI

These Articles of Incorporation may be amended in a manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholder's meeting by a majority of the shareholders entitled to vote therein.

ARTICLE XII

All payments for stocks shall be payable in lawful money of the United States of America, provided however, that any designated portion of the stock shall be payable in property, labor, or services at a just valuation to be fixed by the incorporation or by the board of directors at a meeting called for such purposes. All stock issued shall be fully paid and non-assessable. Stock shall be

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transferable only in the manner prescribed by the By-Laws, and every person becoming a shareholder by such transfer shall, in proportion to his stock, succeed to all rights and liabilities of the prior shareholder.

ARTICLE XIII

The name and address of the incorporator is:

Steven R. Grubb
13056 Broakfield Cr.
Orlando, FL 3287

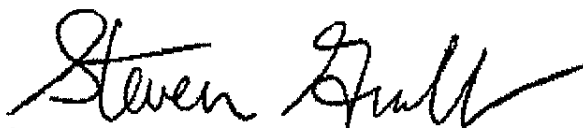
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**Web-Insights, Inc.
Registered Agent Statement**

May 1, 2000

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



Steven Grubb
Incorporator and Registered Agent

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