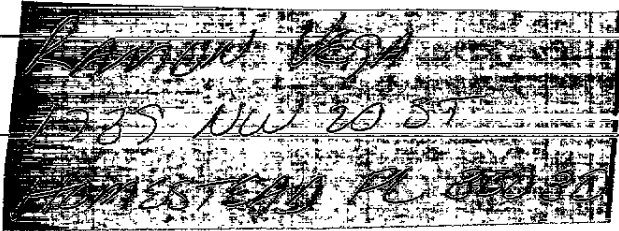


P0000047715

Requester's Name



100003233411--1  
-05/01/00--01128-011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

- 1. \_\_\_\_\_  
(Corporation Name) (Document #)
- 2. \_\_\_\_\_  
(Corporation Name) (Document #)
- 3. \_\_\_\_\_  
(Corporation Name) (Document #)
- 4. \_\_\_\_\_  
(Corporation Name) (Document #)

00 MAY 12 AM 7:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

- Walk in       Pick up time \_\_\_\_\_       Certified Copy
- Mail out       Will wait       Photocopy       Certificate of Status

**NEW FILINGS**

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

**AMENDMENTS**

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

**OTHER FILINGS**

- Annual Report
- Fictitious Name

**REGISTRATION/QUALIFICATION**

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

*[Handwritten signature]*

T BROWN MAY 15 2000

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

May 2, 2000

RAMON VEGA  
1739 NW 20 STREET  
HOMESTEAD, FL 33030

SUBJECT: MIAMI FLEA MARKET .COM INC.  
Ref. Number: W00000011452

We have received your document for MIAMI FLEA MARKET .COM INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The articles of incorporation must be prepared in compliance with section 607.0202, Florida Statutes. Please refer to this section of the law.

We are enclosing the proper form(s) with instructions for your convenience.

Bylaws are not filed with this office. Please retain them for your records.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Teresa Brown  
Corporate Specialist

Letter Number: 000A00024157

ARTICLES OF INCORPORATION

OF

**Miami Flea Market.com, Inc.**

**FILED**  
00 MAY 12 AM 7:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of **Miami Flea Market.com, Inc.**, under the Florida General Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

**Miami Flea Market.com, Inc.**

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of the Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation is formed for the purpose of engaging in the business of **Buying, Selling, and Advertising on the Internet** and in all business incidental thereto, and may also engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 15,000 shares of common stock having a par value of 1.00 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is **1739 N.W. 20 STREET; HOMESTEAD, FL. 33030** and the name of the corporation's initial registered agent is **RAMON VEGA**.

ARTICLE V. a. PHYSICAL LOCATION OF BUSINESS

**1739 N.W. 20 STREET  
HOMESTEAD, FLORIDA 33030**

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be changed from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial directors are:

<u>Name</u>	<u>Title</u>	<u>Address</u>
<b>Ramon M. Vega</b>	<b>President</b>	<b>1739 N.W. 20 Street Homestead, FL. 33030</b>
<b>Maria T. Vega</b>	<b>Vice-President Secretary Treasurer</b>	<b>1739 N.W. 20 Street Homestead, FL. 33030</b>

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
<b>Ramon M. Vega</b>	<b>1739 N.W. 20 Street Homestead, FL. 33030</b>

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by shareholders if the shareholders specifically provide that the bylaws is not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. There after, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holder of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, ... the undersigned incorporator has executed these Articles of Incorporation this 9 day of May, 2000.


  
\_\_\_\_\_  
**RAMON M. VEGA, PRES.**

State of Florida            )  
                                  ) SS:  
County of Miami-Dade )

The foregoing instrument was acknowledge before me this 9 day  
of May, 2000.

  
\_\_\_\_\_  
Notary Public, State of Florida  
at Large

My commission expires:

 Harry R. Shechter  
My Commission CC722030  
Expires March 5, 2002

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for **Miami Flea Market.com, Inc.** in the foregoing Articles of Incorporation, I, hereby agree to accept services of process for said corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

**Miami Flea Market.com, Inc.**  
a Florida Corporation

  
\_\_\_\_\_  
**RAMON M. VEGA**  
Registered Agent

**FILED**  
00 MAY 12 AM 7:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA