Alisa W. James Also Admitted Vieginia

Monica L. Cothran Also Admitted Alabumu, Georgia &



Phone 850 785-6187 Fax 850 785-6188 Email attorney@digitalexp.com



RE: DOMAINBROKER.TV, INC.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation along with a check for \$87.50, which includes the \$70.00 filing fee, \$8.75 certification fee, and the \$8.75 fee for the certificate of status. Please file the original Articles, certify the copy, and return the certified copy to our office in the enclosed self-addressed stamped envelope.

Thank you very much for your time and attention to this matter. Please do not hesitate to contact this office at once if you have any questions, or if I may be of assistance to you.

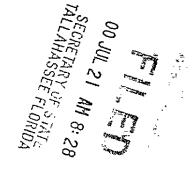
Sincerely,

Marjorie K. Harris, Legal Assistant to:

Monica L. Cothran, Esq.

/mkh

Enclosures: As stated



ARTICLES OF INCORPORATION

ON WILL AND SEE FILES

OF

DOMAINBROKER.TV, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE Name

The name of the corporation is: **DOMAINBROKER.TV, INC.**

ARTICLE TWO Principal Office

The street address of the initial principal office of the corporation is 2809 W. 15th Street, Suite 202, Panama City, FL 32401.

ARTICLE THREE Corporate Duration

The duration of the corporation is perpetual.

ARTICLE FOUR Purpose or Purposes

The general purposes for which the corporation is organized are:

- 1. To conduct and operate a internet service business; to provide and furnish equipment and service.
- 2. To engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
- 3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FIVE Capitalization

The aggregate number of shares which the corporation is authorized to issue is 2000. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE SIX **Preemptive Rights**

Each shareholder of this corporation shall have the first right to purchase shares of any class, kind or series of stock in this corporation that may from time to time be issued, whether or not presently authorized, including shares from the treasury of this corporation, in the ratio that the number of shares they hold at the time of issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting them to exercise their preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE SEVEN Registered Office and Agent

The street address of the initial registered office of the corporation is 2809 W. 15th Street, Ste. 202, Panama City, FL 32401, and the name of its initial registered agent at such address is ROBERT LEIGHTON, 2809 W. 15th Street, Ste. 202, Panama City, FL 32401.

ARTICLE EIGHT Directors

The number of directors constituting the initial board of directors of the corporation is two (2). The name and address of each person who is to serve as a member of the initial board of directors is:

Name	Address
ROBERT LEIGHTON	2809 W. 15 th Street, Ste. 202 Panama City, FL 32401
SUSAN LEIGHTON	2809 W. 15 th Street, Ste. 202 Panama City, FL 32401

ARTICLE NINE Incorporator

The name and address of the incorporators are:

Name	<u>Address</u>
ROBERT LEIGHTON	2809 W. 15 th Street, Ste. 202 Panama City, FL 32401
SUSAN LEIGHTON	2809 W. 15 th Street, Ste. 202 Panama City, FL 32401
	ath

Executed by the undersigned on this $\sqrt{9}$ day of July, 2000.

STATE OF FLORIDA COUNTY OF BAY

ROBERT LEIGHTON, President

BEFORE ME, the undersigned authority, on this day of June, 2000, personally appeared, ROBERT LEIGHTON and SUSAN LEIGHTON, to me well known to be the persons described in and who signed the foregoing, and acknowledged to me that they executed the same freely and voluntarily for the uses and purposes therein expressed, and who is personally known to me or who has produced feed to the same as identification.

WITNESS my hand and official seal the date aforesaid.

Marjorie K. Harris MY COMMISSION # CC668221 EXPIRES July 31, 2001 BONDED THRU TROY FAIN INSURANCE, INC.

<u>CERTIFICATE OF DESIGNATION OF</u> REGISTERED AGENT AND REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the corporation is: **DOMAINBROKER.TV**, **INC.**
- 2. The name and address of the registered agent and office is:

ROBERT LEIGHTON 2809 W. 15th Street, Ste. 202 Panama City, FL 32401

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

ROBERT LEIGHTON, Registered Agent

