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Florida Department of State
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FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

Directory USA, Inc.

EFFECTIVE DATE
8-21-00

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

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TALLAHASSEE FLORIDA
EFFECTIVE DATE
8-21-00

**Articles of Incorporation
of
Directory-USA, Inc.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of this corporation is **DIRECTORY-USA, INC.**

ARTICLE II

The existence of the corporation shall begin on August 21, 2000.

ARTICLE III

The street address of the principal office of the corporation is 200 Knuth Road, Suite 110, Boynton Beach, Florida 33436

ARTICLE IV

The maximum number of shares this corporation is authorized to issue is 100, par value \$0.01 per share, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the corporation's registered office is 200 Knuth Road, Suite 110, Boynton Beach, Florida, 33436. The initial registered agent for the corporation at that address is Willoughby Farr.

ARTICLE VI

The name and street address of the incorporator of these articles of incorporation is:

Name	Address
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Mary Lou Farr

200 Knuth Road, Suite 110
Boynton Beach, Florida 33436

The undersigned has executed these articles of incorporation on August 21, 2000.



Mary Lou Farr,
Incorporator

WITNESSES:




Signature

Print Name: ROY S. GARGES

Address: Boynton Beach FL 33406

Witness



Signature

Print Name: HUBERT DIAS

Address: 2527 Marshall Rd WPB

Witness

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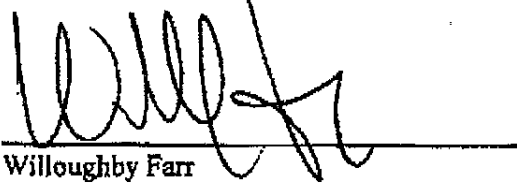
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

UNDER THE PROVISIONS OF F.S. 607.0501, 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: **DIRECTORY-USA, INC.**
- 2. The name and address of the registered agent and office is:

Willoughby Farr
200 Knuth Road, Suite 110
Boynton Beach, Florida 33436

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 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.



Willoughby Farr

August 21, 2000

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