

Sunstate Research
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Office Use Only

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

1. Capitvad, Inc
(Corporation Name) (Document #)

400003518014--6
-01/02/01--01056--005
*****78.75 *****78.75

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in

☐ Pick up time

☐ Mail out

☐ Will wait

☐ Photocopy

☒ Certified Copy

☐ Certificate of Status

NEW FILINGS

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

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

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

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
01 JAN -2 PM 2:41

file
01/02/01

DIVISION OF CORPORATION

RECEIVED
01 JAN -2 AM 10:53

↑ SMITH JAN 02 2001

Examiner's Initials

ARTICLES OF INCORPORATION

OF

CAPTIVAD, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is:

CAPTIVAD, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The aggregate number of shares that this corporation shall have authority to issue shall be Fifty Million (50,000,000) Common shares, all of which shall be without par value.

ARTICLE IV

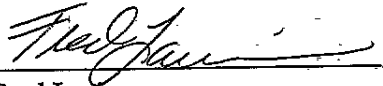
The street address of the initial registered office of this corporation shall be 560 Lavers Circle, Delray Beach, Florida 33444, and the name of the initial registered agent of this corporation at such address is Sandra Grywul.

ARTICLE V

The principal place of business and mailing address of this corporation shall be 710 East Atlantic Avenue, Delray Beach, Florida 33483.

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TALLAHASSEE, FLORIDA

The undersigned incorporator has executed these Articles of Incorporation this 6th day of December, 2000.

A handwritten signature in cursive script, appearing to read "Fred Larison", written over a horizontal line.

Fred Larison
307 Hamilton Street
Albany, New York 12210

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

In compliance with the provisions of Section 607.0501, Florida Statutes, CAPTIVAD, INC., 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.

FIRST: The name of the corporation is:

CAPTIVAD, INC.

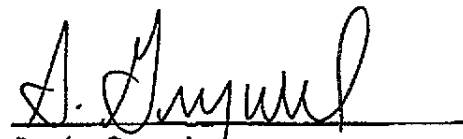
SECOND: The name and address of the registered agent and office is:

Sandra Grywul
560 Lavers Circle
Delray Beach, Florida 33444

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TALLAHASSEE, FLORIDA

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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 7th day of December, 2000


Sandra Grywul