

PO1000025501

New Page 1

The eDepot.com, Inc.
1119 11th Court
Palm Beach Gardens, FL 33314
(561) 799-6363 w www.theedepot.com

February 12, 2001

Division of Corporations

Post Office Box 6327

Tallahassee, FL 32314

400003782044--2
-02/27/01--01035--006
*****78.75 *****78.75

Re: Articles of Incorporation for iJoined.com, Inc.

To Whom This May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation for IJOINED.COM, INC. Also enclosed is a check made payable to the "Florida Department of State" in the amount of \$78.75 for the filing fees and a certified copy.

If there is any additional information, I can provide, please contact me.

Sincerely yours,



Robert C. O'Kane
Chief Executive Officer

FILED
01 MAR 12 PM 3:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1001-41575
PA 3/28/01
3/28/01



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 28, 2001

THE EDEPOT.COM, INC.
ATTN: ROBERT C. O'KANE
1119 11TH CT
PALM BEACH GARDENS, FL 33314

SUBJECT: IJOINED.COM, INC.
Ref. Number: W01000004575

We have received your document for IJOINED.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 registered agent must sign accepting the designation.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 301A00012494

ARTICLES OF INCORPORATION

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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

iJoined.com, Inc.

The undersigned incorporator to these Articles of Incorporation, a corporation competent to contract, hereby forms a corporation under the Laws of the State of Florida.

**ARTICLE I
NAME**

The name of this Corporation is IJOINED.COM, INC. (the "Corporation").

**ARTICLE II
PURPOSE OF BUSINESS**

The purpose of the Corporation is primarily to sell, register, develop, track, monitor upkeep and maintain electronic and computer-based sound and video files.

**ARTICLE III
NATURE OF BUSINESS**

The general nature of the business to be transacted by the Corporation is:

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind and description.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

**ARTICLE IV
CAPITAL STOCK**

ARTICLES OF INCORPORATION

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is ten thousand (10,000) shares of common stock having a nominal or par value of ten cents (\$0.10) per share. The shareholders of common stock shall have pre-emptive rights to acquire unissued or treasury shares of the Corporation.

No fractional part of a share shall be issued by the Corporation or after issue by any stockholder.

ARTICLE V PRE-EMPTIVE RIGHTS

Each shareholder of the Corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in the Corporation that may be from time to time issued (whether or not currently authorized), including shares from the treasury of the Corporation, in the ratio that the number of shares held by such shareholder at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares.

This right may be deemed as waived by any shareholder who, having received written notice thereof and an invitation to pre-empt, does not exercise such right and pay for the shares pre-empted within thirty days of receipt of such written notice. This right may also be waived by an affirmative written waiver submitted by the shareholder to the Corporation within such thirty-day frame.

ARTICLE VI CAPITALIZATION

The amount of capital with which the Corporation will begin business is \$500.00.

ARTICLE VII TERM OF EXISTENCE

The Corporation shall exist in perpetuity.

ARTICLE VIII ADDRESS OF PRINCIPAL OFFICE, ADDRESS OF INITIAL REGISTERED OFFICE AND NAME OF REGISTERED AGENT

The street address of the principal office of the Corporation is 1119 11th Court, Palm Beach Gardens, Florida 33410. The Board of Directors may from time to time move the registered office to any other address in Florida. The initial registered agent of the Corporation is FRED MAGLIONE, whose business address is 133 Oak Street #9, Tallahassee, Florida 32301.

ARTICLE IX DIRECTORS

The Corporation shall have a minimum of two (2) Directors, initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders. One of the Directors shall be a representative designated in writing by The eDepot.com, Inc., a Florida corporation.

ARTICLE X INITIAL DIRECTORS

ARTICLES OF INCORPORATION

My Commission # CC663670
Expires: 3-27-2001

ARTICLES OF INCORPORATION

The name and address of the members of the first Board of Directors are:

Robert C. O'Kane 1119 11th Court Palm Beach Gardens, FL 33314	Chris Ricci 9 ROYAL OAK DR. COOKS TOWN, Ontario CANADA L0L 1L0
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ARTICLE XI
INCORPORATORS

The name and address of the incorporator to these Articles of Incorporation is:

The eDepot.com, Inc.
1119 11th Court
Palm Beach Gardens, FL 33314

ARTICLE XII
AMENDMENT

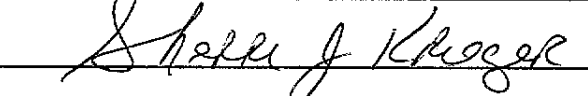
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

	The eDepot.com, Inc. By:  Robert C. O'Kane Its Chief Executive Officer


STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 20 day of FEB, 2001, by ROBERT C. O'KANE, as Chief Executive Officer of The eDepot.com, Inc. He is personally known to me or has produced Florida Drivers License as identification.



Signature



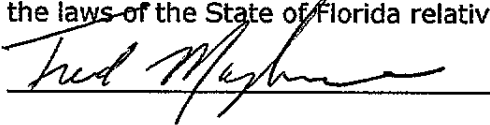
Print or type name
NOTARY PUBLIC

SHERRI J. KRIEGER
Notary Public - State of Florida
My Commission Expires Mar 27, 2001
Commission # CC663670

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ACCEPTANCE BY REGISTERED AGENT

FRED MAGLIONE, having been named as the registered agent in the foregoing Articles of Incorporation of IJOINED.COM, INC, to accept service of process for the Corporation at 133 Oak Street #9, Tallahassee, Florida 32301, hereby agrees to act as the registered agent and comply with the laws of the State of Florida relative to such position.

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

FRED MAGLIONE

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA