

PO1000035585

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: MS Interactive Ventures, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

5000035585---C
-04/04/01--01045---008
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: RONALD LIFTON
Name (Printed or typed)

4988 NW 110th TERRACE
Address

CORAL SPRINGS FL 33076
City, State & Zip

954-796-7491
Daytime Telephone number

2001 APR -4 AM 10:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

NOTE: Please provide the original and one copy of the articles.

4/9/01

ARTICLES OF INCORPORATION
OF
MS INTERACTIVE VENTURES, INC.

FILED

2001 APR -4 AM 10: 53

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws
of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MS INTERACTIVE VENTURES, INC.

The address of the principal office of this corporation shall be 4988 NW 110th Terrace,
Coral Springs, FL 33076 and the mailing address of the corporation shall be the same.

The Corporation may also maintain its principal office and branch offices at such places
and in such states and foreign countries as the Board of Directors may select from time to time
by resolution provided.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business
permitted under the laws of the United States, the State of Florida or any other state, country,
territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a par value of \$1.00 per share.

The authorized shares of par value common stock may be issued only for a consideration having a value, in the judgment of the Board of Directors, equivalent at least to the full par value of the stock so to be issued. Such consideration may be in the form of cash, real property, tangible personal property, intangible personal property, labor or services rendered, other than future services, or any combination of the foregoing.

Each share of common stock of this Corporation shall entitle the holder of record thereof to one vote upon each proposal presented at lawful meetings of the Shareholders. No holder of common stock of this Corporation shall be entitled to any right of cumulative voting.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 4988 NW 110th Terrace, Coral Springs, FL 33076 and the name of the initial registered agent of the corporation at that address is Ronald Lifton.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI DIRECTORS

The business of this Corporation shall be conducted by a Board of Directors of not less than one (1), nor more than fifteen (15) persons. The Board of directors shall be elected at the annual meeting of the stockholders of this Corporation, which meeting shall be held at such time as provided by the By-Laws. They shall hold office until their successors are elected or appointed and have qualified, unless otherwise provided by the By-Laws.

The name and street address of the initial directors who are to conduct the affairs of this Corporation until the first meeting and election and qualification of their successors:

NAME	ADDRESS
Ronald Lifton	4988 NW 110 th Terrace Coral Springs, FL 33076

ARTICLE VII. INCORPORATOR

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

Ronald Lifton
4988 NW 110th Terrace
Coral Springs, FL 33076

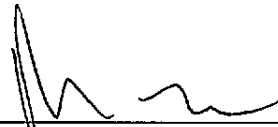
ARTICLE VIII MISCELLANEOUS

1. Upon election of the Board of directors by the stockholders, such Board shall manage the business and affairs of the corporation, without the need of further authorization from the stockholders, except as provided by law, or otherwise herein.
2. The initial By-Laws of this Corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by either the Shareholders or Directors. The Shareholders may amend, alter, or repeal any By-Law adopted by the Directors. The Directors may not alter, amend or repeal any By-Law adopted by the

Shareholders, nor may the Directors adopt By-Laws which would be in conflict with the By-Laws adopted by the Shareholders.

3. The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in a manner now or hereafter prescribed by law, and all rights conferred upon Stockholders herein are granted subject to reservation.
4. Any Incorporator or Shareholder present at any meeting, either in person or by proxy, and any Directors present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.
5. The Corporation shall indemnify all Officers and Directors of the Corporation to the fullest extent permitted by law.

The undersigned incorporator has executed these Articles of Incorporation on March 30, 2001.

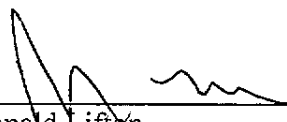


Ronald Lifton
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned hereby accepts designation as Registered Agent of the Corporation.



Ronald Lifton