Division of Corporations

# Oloobb41448

## Florida Department of State

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Division of Corporations

Fax Number : (850)205-0381

From:

: FAS-T CORP. AGENTS, INC. Account Name

Account Number: 071001002335 Phone : (305)599-0839 Fax Number : (305)716-0346

### FLORIDA PROFIT CORPORATION OR P.A.

VENUEDIRECTORY.COM,INC.

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#### ARTICLES OF INCORPORATION

OF

#### VENUEDIRECTORY.COM, INC.

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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:

#### VENUEDIRECTORY.COM, INC.

The address of the principal office of this corporation shall be 4370 S. Tamiami Trail,
Suite 321, Sarasota, Florida 34231, and the mailing address of the corporation shall be the same.

#### 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 1,000 shares of common stock having no par value per share.

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#### ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 3859 Bee Ridge Road, Suite 101, Sarasota, Florida 34233, and the name of the initial registered agent of the corporation at that address is Ronald M. Cherp.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors are:

Brian Toplis Director

4370 S. Tamiami Trail, Suite 321 Sarasota, FL 34231

#### ARTICLE VII. INCORPORATOR

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

Ronald M. Cherp, CPA 3859 Bee Ridge Road, Suite 101 Sarasota, FL 34233

The undersigned incorporator has executed these Articles of Incorporation on April 24, 2001

It's Incorporator, Ronald M. Cherp

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# ARTICLES OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

RONALD M. CHERP, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

VENUEDIRECTORY.COM, INC.

RONALD M. CHERP is familiar with and accepts the obligations of the position of

Registered Agent under Section 607.0505, Florida Statutes.

By:

Typed Mame: Ronald M. Cherp