

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
9870 • 1-800-342-8062 • Fax (850) 222-1222

FD1000056631

Clowns on-Line, Inc

100004376541--0

-06/08/01--01002--008

*****78.75 *****78.75

☒ Art of Inc. File

___ LTD Partnership File

___ Foreign Corp. File

___ L.C. File

___ Fictitious Name File

___ Trade/Service Mark

___ Merger File

___ Art. of Amend. File

___ RA Resignation

___ Dissolution / Withdrawal

___ Annual Report / Reinstatement

☒ Cert. Copy

___ Photo Copy

___ Certificate of Good Standing

___ Certificate of Status

___ Certificate of Fictitious Name

___ Corp Record Search

___ Officer Search

___ Fictitious Search

___ Fictitious Owner Search

___ Vehicle Search

___ Driving Record

___ UCC 1 or 3 File

___ UCC 11 Search

___ UCC 11 Retrieval

___ Courier

FILED
01 JUN -7 PM 3:42
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

RECEIVED
01 JUN -7 PM 3:04
DIVISION OF CORPORATION

J. BRYAN JUN -7 2001

Signature

Requested by: LW

Name

Date 6/7

Time 1:26

Walk-In

Will Pick Up

ARTICLES OF INCORPORATION

OF

CLOWNS ON-LINE INC.

FILED
01 JUN -7 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

CLOWNS ON-LINE INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

12555 BISCAYNE BOULEVARD #860
MIAMI 33181

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

500

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

MARK M. SIMON
12555 BISCAYNE BOULEVARD #860
MIAMI FL 33181

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

MARK M. SIMON
12555 BISCAYNE BOULEVARD #860
MIAMI FL 33181

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this TWENTY-THIRD day of MAY, 20 01.

X Mr. M. Simon
Signature M. SIMON

Signature

Signature

Articles of Incorporation
Filing Fee - \$35

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, 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: CLOWNS ON-LINE INC.

2. The name and address of the registered agent and office is:

MARK M. SIMON

(NAME)

12555 BISCAYNE BOULEVARD #860

(P.O. BOX NOT ACCEPTABLE)

MIAMI FL 33181

(CITY/STATE/ZIP)

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 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.

SIGNATURE X Mark M. Simon

DATE 5/23/01

FILED
01 JUN -7 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA