



P010000076969

ACCOUNT NO. : 072100000032

REFERENCE : 389661 9542A

AUTHORIZATION :

COST LIMIT : \$ 70.00

*Patricia Pignato*

ORDER DATE : August 3, 2001

ORDER TIME : 4:32 PM

ORDER NO. : 389661-005

CUSTOMER NO: 9542A

CUSTOMER: Ms. Lee Spataro  
Michael Feinstein, Esq

800004518378--9

Suite 700  
888 East Las Olas Boulevard  
Fort Lauderdale, FL 33301

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

2001 AUG -6 AM 8:35

NOT RETURNED  
TO ACHIEVE  
SUFFICIENCY OF FILING

DOMESTIC FILING

ONHOLD.COM CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
     CERTIFICATE OF LIMITED PARTNERSHIP  
     ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

     CERTIFIED COPY  
XX PLAIN STAMPED COPY  
     CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

*JW 8/6/01*

2001 AUG -6 PM 12:29  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

FILED

2001 AUG -6 PM 12:29

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
ONHOLD.COM CORP.

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:

ONHOLD.COM CORP.

The address of the principal office of this corporation shall be 3601 West Commercial Blvd., Suite 24, Ft. Lauderdale, Florida 33309 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 \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Debbie Rappaport Pres.	3601 West Commercial Blvd., Suite 24 Ft. Lauderdale, FL 33309
Michael Rappaport Sec./Treas.	Same Address

ARTICLE VII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

FILED

2001 AUG -6 PM 12: 29

ARTICLE IX. INCORPORATOR

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

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on August 3, 2001.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap  
Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap  
Its Agent, Laura R. Dunlap

JXM/jjw