



P01000080383

ACCOUNT NO. : 072100000032

REFERENCE : 412440 7281858

AUTHORIZATION : *Patricia P. [Signature]*

COST LIMIT : \$ 70.00

ORDER DATE : August 9, 2001

ORDER TIME : 10:58 AM

ORDER NO. : 412440-001

CUSTOMER NO: 7281858

200004536612--5

CUSTOMER: Mr. Chris C. Goetz
Mr. Chris C. Goetz

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

2001 AUG 15 PM 1:44

NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

7400 Sw 88th Street
Suite 109
Miami, FL 33156

DOMESTIC FILING

GOETZ SCHMER YELLOW PAGE
ADVERTISING, INC.

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: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS:

FILED
2001 AUG 15 PM 2:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

158
8/15/01

FILED

2001 AUG 15 PM 2:20

ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE FLORIDA

GOETZ SCHMER YELLOW PAGE ADVERTISING, INC.

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:

GOETZ SCHMER YELLOW PAGE ADVERTISING, INC.

The address of the principal office of this corporation shall be 7400 S.W. 88th Street, #109, Miami, Florida 33156, 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 1,500 shares of common stock without par value.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 7400 S.W. 88th Street, Suite 109, Miami, Florida 33156, and the name of the initial registered agent of the corporation at that address is Chris Goetz.

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 the 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 two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Chris Goetz	7400 S.W. 88th Street, #109 Miami, Florida 33156
-------------	---

Andrew Schmer	7400 S.W. 88th Street, #109 Miami, Florida 33156
---------------	---

ARTICLE VII. INCORPORATOR

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

The Company Corporation
2711 Centerville Road Suite 400
Wilmington, Delaware 19808

The undersigned incorporator has executed these Articles of Incorporation on August 15, 2001.


Its Agent, Laura R. Dunlap

TJW/DEBORAH SCHRODER

FILED

2001 AUG 15 PM 2:20

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

Chris Goetz, 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:

GOETZ SCHMER YELLOW PAGE ADVERTISING, INC.

Chris Goetz is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: _____

Typed Name: Chris Goetz

das