

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO1000091957

Printersads.Com, Inc.

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 *****87.50 *****87.50

- 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 _____

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 DIVISION OF CORPORATION

Signature _____

Requested by: KC 9/19
 Name Date Time

Walk-In _____ Will Pick Up _____

gy 9/20

**ARTICLES OF INCORPORATION
OF
PRINTERSADS.COM, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Professional Service Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME AND ADDRESS

The name of the corporation is PRINTERSADS.COM, INC., and its initial post office address and its principal office for conducting business is: 1515 Murex Drive, Naples, Florida 34102.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the date filed with the Department of State for the State of Florida.

ARTICLE III - PURPOSES

The purposes for which this Corporation is to engage in the business of retailing and retail sales and any and all lawful business related to the foregoing.

ARTICLE IV - POWERS

The Corporation may exercise any powers, without limitation whatsoever, which a professional service corporation may legally exercise under the laws of the State of Florida where this Corporation is formed. In addition, the Corporation shall have the following specific powers:

(A) To elect or appoint officers and agents of the corporation and to fix their compensation;

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(B) To act as agent for any individual, association, partnership, corporation or other legal entity;

(C) To receive, acquire, hold, exercise rights arising out of the ownership or possession thereof, sell or otherwise dispose of, shares or other interests in, or obligations of, individuals, associations, partnerships, corporations or governments;

(D) To receive, acquire, hold, pledge, transfer, or otherwise dispose of shares of the Corporation;

(E) To make gifts or contributions for the public welfare or for charitable, scientific or educational purposes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 **par value common stock**. The minimum amount of capital with which the Corporation will commence business is \$1,000.00.

ARTICLE VI - PREEMPTIVE RIGHTS

Except as may be otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or and securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial Registered Agent of this corporation is Walter Stobb, whose address is: 1515 Murex Drive, Naples, Florida 34102.

ARTICLE VIII - INCORPORATOR

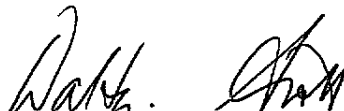
The name and address of the person signing these Articles is:

Walter Stobb, 1515 Murex Drive, Naples, Florida 34102.

ARTICLE IX - INTERESTED DIRECTORS

No contract or transaction between this Corporation and any of its directors, or between this Corporation and any other corporation, firm, association, or other legal entity shall be invalidated by reason of the fact that the director of the Corporation has a direct or indirect interest, pecuniary or otherwise, in such corporation, firm, association, or legal entity, or because the interested director was present at the meeting of the Board of Directors which acted upon or in reference to such contract or transaction, or because they participated in such action, provided that the interest of each such director shall have been disclosed to or known by the Board and a disinterested majority of the Board shall have nonetheless ratified and approved such contract or transaction. Such interested director or directors may be counted in determination whether a quorum is present for the meeting at which such ratification or approval is given. If the vote of such interested director or directors, is, or was, necessary for the approval of such contract or transaction, then such contract or transaction shall, with disclosure of the director's or directors' interest, be submitted for the approval of or ratification by the stockholders.

IN WITNESS WHEREOF, I, the undersigned, being the original incorporator to the capital stock hereinbefore named, have hereunto set my hand and seal this 17 day of September, 2001.



WALTER STOBB
Incorporator

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 17th day of September, 2001, by WALTER STOBBS.

(SEAL)

Cristal L. O'Conner

Notary Public - State of Florida

Cristal L. O'Conner

Printed Name of Notary Public

My Commission Expires:



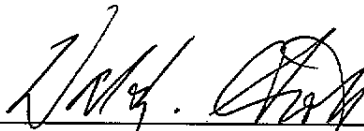
CERTIFICATE DESIGNATING REGISTERED AGENT

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

First - That PRINTERSADS.COM, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 1515 Murex Drive, Naples, Florida 34102, has named WALTER STOBB, located at 1515 Murex Drive, Naples, Florida 34102, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in the Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


WALTER STOBB

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 17 day of September, 2001, by WALTER STOBB.


Notary Public - State of Florida

(SEAL)

Cristal L. O'Conner

Printed Name of Notary Public

My Commission Expires:

