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5510 River Road, Suite 109
New Port Richey, FL 34652

Telephone: (727) 847-6637
Faximile: (727) 847 0647
Toll Free: 1-877-847-6637

12 So. Main Street, Suite 2-C
Brooksville, FL 34601

February 1, 2002

Department of State
Division of Corporations
P.O. Box 3527
Tallahassee, Florida 32314

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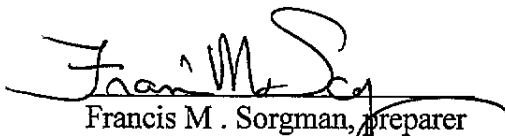
Re: Articles of Incorporation for: **Internet Entertainment, Inc.**

Enclosed herewith is a check in the amount of \$78.75 to defray the incorporation costs for the enclosed Articles of Incorporation for Internet Entertainment, Inc.

Please return the Articles of Incorporation to this office upon successful filing.

Please contact our office if there are questions regarding this matter.

Sincerely,


Francis M. Sorgman, preparer
5510 River Road, Suite 109
New Port Richey, FL 34652
1-877-847-6637

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



1 **ARTICLES OF INCORPORATION**
2 **Of**
3 **INTERNET ENTERTAINMENT, INC.**

4 The undersigned acting as the Incorporator under Florida Business Corporation Act,
5 adopt(s) the following articles of incorporation for such corporation:

6 **ARTICLE I – CORPORATE NAME**

7 The Name of the corporation is:
8 **INTERNET ENTERTAINMENT, INC.**

9 **ARTICLE II - DURATION**

10 This corporation shall exist perpetually unless dissolved according to Florida Law.

11 **ARTICLE III – PURPOSE**

12 The corporation is organized for the purpose of engaging in any activities or business
13 permitted under the laws of the United States and Florida.

14 **ARTICLE IV - CAPITAL STOCK**

15 The corporation is authorized to issue 500 shares of common stock, par value \$1.00 per
16 share.

17 **ARTICLE V - MANAGEMENT OF CORPORATE AFFAIRS**

18 **A. Board of Directors.** The power of this Corporation shall be exercised, its properties
19 controlled and its affairs conducted by a Board of Directors consisting of not less than one (1)
20 persons and not more than ten (10) persons. The initial number of Directors of the Corporation
21 shall be one (1), provided, however, that such number may be changed pursuant to the Bylaws
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TALLAHASSEE FLORIDA

1 duly adopted by the Board. At all times the member of the Board of Directors shall
2 consist of an even number and shall be divided as equally as the number of Directors will permit
3 into two (2) classes: Class 1, Class 2.

4 The term of office for all Directors shall be two (2) years except for the term of office of
5 the initial Class 1 Director shall expire at the annual meeting next ensuing, the term of office of
6 the initial Class of Director(s) shall expire two (2) years thereafter.

8 The name and address of such initial members of the Board of Directors are as follows:

9 NAME: Arthur G. Seabury (Class 1)
10 ADDRESS: 4372 Dior Road
11 CITY: Spring Hill, Fl. 34609
12 PHONE: (352) 686-5973

13 It is the intent of these Articles that, at all times hereafter, the Directors shall be classified
14 as to term of office in the manner herein above provided for in the initial Board, so that, as nearly
15 as the number of Directors will permit, one-half of the Directors of this Corporation shall be
16 elected at each annual meeting of the Corporation.

17 Any action required or permitted to be taken by the Board of Directors under any
18 provision of law may be taken without a meeting, if a majority of members of the Board shall
19 individually or collectively consent in writing to such action. Such written consent or consents
20 shall be held with the minutes of the proceedings of the Board, and any such action by written
21 consent shall have the same force and effect as if taken by vote of the Directors. Any certificate
22 or other document filed under any provision of law which relates to actions so taken shall state
23 that the action was taken by written consent of the Board of Directors without a meeting. Such a
24 statement shall be prima facie evidence of such authority.

1 **B. Corporate Officers.** The Board of Directors shall elect the following officers:

2 President, Vice President, Secretary and Treasurer, and such other officers as the Bylaws of the
3 Corporation may authorize the Directors to elect from time to time. Initially, such officers shall
4 be elected at the first annual meeting of the Board of Directors. Until such election is held, the
5 following persons shall serve as corporate officers:
6

7 <u>Title</u>	<u>Name</u>
8 President	Arthur G. Seabury

9
10 **ARTICLE VI - INITIAL PRINCIPLE OFFICE**

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

12 Principle Place of Business:

13 Mailing Address: 4372 Dior Rd.
14 Spring Hill, Florida 34609

15 **ARTICLE VII – INITIAL REGISTERED OFFICE AND AGENT**

16
17 The street address of the initial registered office and the name of the initial registered
18 agent at that office are:

19 NAME:	Arthur G. Seabury
20 ADDRESS:	4372 Dior Road
21 CITY/STATE/ZIP:	Spring Hill, Fl. 34609
22 PHONE	(352) 686-5973

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ARTICLE VIII – INCORPORATORS

The names of addresses of the Incorporators signing these Articles of Incorporation are as follows:

NAME: Arthur G. Seabury
ADDRESS: 4372 Dior Road
CITY: Spring Hill, Fl. 34609
PHONE: (352) 686-5973

ARTICLES IX – MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is as follows:

By major vote of the stockholders

ARTICLE X – LIMITATION OF CORPORATION OF POWERS

The corporate powers of this corporation are as provided in FS § 617.0302, unless limited as follows: There are no limitations expressed, implied or contemplated.

The undersigned Incorporators have executed these articles of incorporation on this 15th day of February, 2002.

X Arthur G. Seabury
Signature of Incorporator

Arthur G. Seabury
Typed name of Incorporator signing

1
2 CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

3 PURSUANT TO FS § 617.0501, THE UNDERSIGNED CORPORATION,
4 ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE
5 FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
6 OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

7 The above corporation, organized under the laws of the State of Florida with its
8 registered office as indicated in the Articles of Incorporation at, 4372 Dior Road, Spring Hill,
9 Florida 34609, has named Arthur G. Seabury, located at the aforesaid address, as its registered
10 agent to accept service of process within the state.

11 Having been named as registered agent and to accept service of process for the above
12 stated corporation at the place designated in this certificate, I hereby accept the appointment as
13 registered agent and agree to act in this capacity. I further agree to comply with the provisions of
14 all statutes relating to the proper and complete performance of my duties, and I am familiar with
15 and accept the obligations of my position as registered agent.

16 x Arthur G. Seabury
17 (Signature)

2/1/02
(Date)

18 Arthur G. Seabury, President
19 4372 Dior Road
20 Spring Hill, Fl. 34609
21 Tel: (352) 686-5973

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