

TRANSMITTAL LETTER

P020000098225

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-08/26/02--01049--009
*****78.75 *****78.75

SUBJECT: GIRLFRIENDS, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee & Certificate of Status

☒ \$78.75 Filing Fee & Certified Copy
☐ \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: JEANNE F..MURPHY

Name (Printed or typed)

2600 MCCORMICK DRIVE, SUITE 235

Address

CLEARWATER, FL 33759

City, State & Zip

727-725-3227

Daytime Telephone number

FILED
02 SEP 11 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

2/2
9/11



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

August 26, 2002

JEANNE F. MURPHY
2600 MCCORMICK DRIVE, STE 235
CLEARWATER, FL 33759

SUBJECT: GIRLFRIENDS, INC.
Ref. Number: W02000024785

We have received your document for GIRLFRIENDS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Ingram
Document Specialist
New Filing Section

Letter Number: 302A00049893

ARTICLES OF INCORPORATION

OF

GIRLFRIENDS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE 1 - NAME: The name of this Corporation is:

GIRLFRIENDS, INC.

ARTICLE 2 - DURATION: The term of existence of the Corporation is perpetual.

ARTICLE 3 - PRINCIPAL OFFICE: The principal office and/or mailing address for the Corporation is: 2600 McCormick Drive #235
Clearwater, Florida 33759

ARTICLE 4 - PURPOSE: his Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE 5 - CAPITAL STOCK: This Corporation is authorized to issue One Thousand (1,000) shares of common stock, having a par value of One Dollar (\$1.00) per share.

Each share of capital stock shall entitle the holder thereof to one (1) vote at any stockholder meeting and otherwise participate in all such meetings and the assets of the Corporation. The stock shall be issued for such consideration as may be determined by the Board of Directors, which shall have a value at least equal to the full par value of said shares. The stock may be paid for in lawful money of the United States of America, or in property, labor or services.

ARTICLE 6 - PRE-EMPTIVE RIGHTS: The stockholders of this Corporation shall be entitled to purchase ratably according to their respective holdings, any shares of the Corporation hereinafter issued or any 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, but in either case only at such prices and during such period or periods and upon such terms and conditions as may be determined from time

to time by the Board of Directors.

ARTICLE 7 - INITIAL REGISTERED OFFICE AND AGENT:

A. Registered Office: The address of the initial registered office of this Corporation is:

**2600 McCormick Drive #235
Clearwater, Florida 33759**

B. Registered Agent: The name of the initial registered agent of this Corporation at that address is:

**Jeanne F. Murphy, Esquire
2600 McCormick Drive #235
Clearwater, Florida 33759**

ARTICLE 8 - INITIAL BOARD OF DIRECTORS: This Corporation shall have five directors initially. The number of directors may be either increased or diminished from time to time by the Shareholders, but shall never be less than one. The name and address of each initial director of this corporation is:

Debbie Blume	2600 McCormick Drive #235 Clearwater, Florida 33759
Jeanne Murphy	2600 McCormick Drive #235 Clearwater, Florida 33759
Lisa Monago	2600 McCormick Drive #235 Clearwater, Florida 33759
Linda Linardos	2600 McCormick Drive #235 Clearwater, Florida 33759
Cyndi Reynolds	2600 McCormick Drive #235 Clearwater, Florida 33759

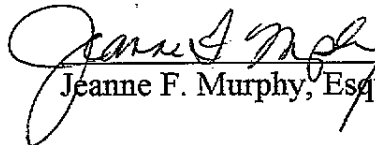
ARTICLE 9 - INCORPORATOR: The name and post office address of the sole incorporator is:

**Jeanne F. Murphy, Esquire
Prestige Place I, Suite 235
2600 McCormick Drive
Clearwater, Florida 34619.**

ARTICLE 10 - INDEMNIFICATION. The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.


ARTICLE 11 - AMENDMENT: This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 31st day of September 2002.


Jeanne F. Murphy, Esquire

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 31st day of September, 2002 by Jeanne F. Murphy, who is personally known to me.


Notary Public
Print Name: _____
My Commission Expires: _____



FILED

02 SEP 11 PM 3:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

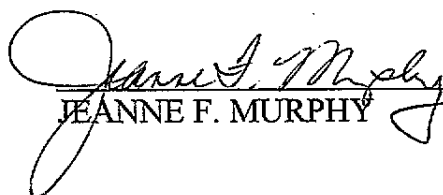
In compliance with §§48.091 and 607.034, Florida Statutes, the following is submitted:

That GIRLFRIENDS INC., desiring to organize under the laws of the State of Florida, with its principal place of business at 2600 McCormick Drive, Suite 235, Clearwater, Florida, 33759, has named JEANNE F. MURPHY, as its agent to accept service of process within Florida.

Dated: 9-3-02



JEANNE F. MURPHY

I am familiar with and accept the designation and duties and responsibilities as of Registered Agent and agree to accept service of process for the Florida corporation, GIRLFRIENDS INC., and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.


JEANNE F. MURPHY

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 3rd day of September, 2002 by Jeanne F. Murphy, who is personally known to me.


Notary Public

Print Name: _____

My Commission Expires: _____

