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SO ADMITTED  
ALABAMA, GEORGIA  
& TEXAS



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**Monica L. Cothran, P.A.**

ATTORNEY AT LAW

1004 JENKS AVENUE  
PANAMA CITY, FL 32401

September 11<sup>th</sup>, 2002

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-09/12/02--01028--019  
\*\*\*\*137.50 \*\*\*\*137.50

**SECRETARY OF STATE,**  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314  
(850) 488-9000

**RE: NATIONAL YELLOW PAGES CONSULTING ASSOCIATES, INC.**

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation along with a check for **\$137.50**, which includes the \$70.00 filing fee, \$8.75 certification fee, the \$8.75 fee for the certificate of status and \$50.00 filing fee for the Certificate of Domestication. Please file the original Articles, certify the copy, and return the certified copy to our office in the enclosed self-addressed stamped envelope.

Thank you very much for your time and attention to this matter. Please do not hesitate to contact this office at once if you have any questions, or if I may be of assistance to you.

Sincerely,

Josie B. Strange, Legal Assistant to:  
Monica L. Cothran, Esq.

/jbs  
Enclosures: As stated

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# CERTIFICATE OF DOMESTICATION

FILED

The undersigned, Mark A. Wilson, President,  
(Name) (Title)  
of National Yellow Pages Consulting Associates, Inc.,  
(Corporation Name)  
in accordance with F.S., 607.1801 does hereby certify:

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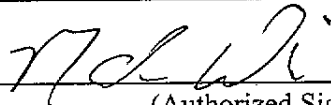
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The date on which corporation was first formed was December 27th, 1995.
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was California.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was National Yellow Pages Consulting Associates, Inc..
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is National Yellow Pages Consulting Associates, Inc..
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was California.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President, of National Yellow Pages Consulting Associates, Inc.

and am authorized to sign this certificate of Domestication on behalf of the corporation and have done

so this the 9th day of September, 2002.



(Authorized Signature)

## Filing Fee:

|  |          |
|--|----------|
| Certificate of Domestication                 | \$50.00  |
| Articles of Incorporation and Certified Copy | \$78.75  |
| Total to domesticate and file                | \$128.75 |

## **ARTICLES OF INCORPORATION**

### **OF**

## **NATIONAL YELLOW PAGES CONSULTING ASSOCIATES, INC.**

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt the following articles of incorporation:

### **ARTICLE ONE**

The name of the corporation is **National Yellow Pages Consulting Associates, Inc.**

### **ARTICLE TWO Corporate Duration**

The duration of the corporation is perpetual.

### **ARTICLE THREE**

#### **Purpose or Purposes**

The general purposes for which the corporation is organized are:

1. Advertising consulting.
2. To engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

### **ARTICLE FOUR Capitalization**

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

**ARTICLE FIVE**  
**Registered Office and Agent**

The street address of the initial registered office of the corporation is: **2585 Hunt Cliff Lane, Panama City, FL 32405**, and the name of its initial Registered Agent at such address is: **Mark A. Wilson**. The principal place of business is the same as the registered office.

**ARTICLE SIX**  
**Directors**

The number of directors constituting the initial board of directors of the corporation is ONE (1). The name and address of that person who is to serve as a member of the initial board of directors is:

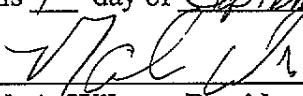
| <u>Name</u>    | <u>Address</u>                                |
|----------------|---|
| Mark A. Wilson | 2585 Hunt Cliff Lane<br>Panama City, FL 32405 |

**ARTICLE SEVEN**  
**Incorporators**

The name and address of each incorporator is:

| <u>Name</u>    | <u>Address</u>                                |
|----------------|---|
| Mark A. Wilson | 2585 Hunt Cliff Lane<br>Panama City, FL 32405 |

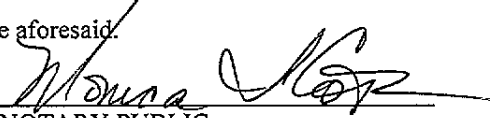
Executed by the undersigned on this 9<sup>th</sup> day of September, 2002.

  
\_\_\_\_\_  
**Mark A. Wilson, President**

**STATE OF FLORIDA**  
**COUNTY OF BAY**

**BEFORE ME**, the undersigned authority, on this 9<sup>th</sup> day of September, 2002, personally appeared, **Mark A. Wilson**, to me well known to be the person described in and who signed the foregoing, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed, and who is personally known to me or who has produced \_\_\_\_\_ as identification.

**WITNESS** my hand and official seal the date aforesaid.

  
\_\_\_\_\_  
**NOTARY PUBLIC**



Monica L. Cothran  
My Commission CC795337  
Expires December 6, 2002

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **National Yellow Pages Consulting Associates, Inc.**
2. The name and address of the Registered Agent and office is:

**Mark A. Wilson  
2585 Hunt Cliff Lane  
Panama City, FL 32405**

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

  
\_\_\_\_\_  
Mark A. Wilson, Registered Agent

**FILED**  
02 SEP 12 PM 4:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA