

P030000111226

OCT 08 2003 3:53 PM FAX COLLABORATION & KNIGHT TO 27758895000 3600 1.01 07  
Division of Corporations

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H03000292977 3)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To: Division of Corporations  
Fax Number : (850) 205-0381

From: Account Name : JAM MARK LIMITED  
Account Number : I20000000112  
Phone : (305) 789-7758  
Fax Number : (305) 789-7799

FILED  
03 OCT - 8 PM 8:51  
STATE  
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**WEBUNDCO AMERICAS, INC.**

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$87.50

Electronic Filing Menu

Corporate Filing

Public Access Help

OCT 08 2003 3:50 PM FR HOLLAND & KNIGHT

TO 27758#95000#3600 P.02/05

FAX AUDIT NO. H030002929773

FILED

03 OCT -8 PM 8:51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**WEBUNDCO AMERICAS, INC.**

The undersigned, acting as incorporator of WEBUNDCO AMERICAS, INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation is WEBUNDCO AMERICAS, INC. (the "Corporation").

**ARTICLE II. ADDRESS**

The mailing and business address of the Corporation is:

701 Brickell Avenue  
Suite #3000  
Miami, Florida 33131

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation.

**ARTICLE IV. PURPOSE**

The Corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 1,000,000 shares of common stock having \$.001 par value per share.

FAX AUDIT NO. H030002929773

**ARTICLE VI. INITIAL DIRECTOR AND OFFICER**

The names and address of the initial director and officer of the Corporation is:

<u>NAME</u>	<u>ADDRESS</u>	<u>POSITION/TITLE(S)</u>
Heimo Holzer	701 Brickell Avenue Suite #3000 Miami, Florida 33131	Director, President and Secretary

**ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 701 Brickell Avenue, Suite #3000, Miami, Florida 33131 and the name of the Corporation's initial registered agent at that address is Intrastate Registered Agent Corporation.

**ARTICLE VIII. INCORPORATOR**

The name and street address of the incorporator are:

Steven H. Hagen  
701 Brickell Avenue  
Suite #3000  
Miami, Florida 33131

**ARTICLE IX. BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

**ARTICLE X. AMENDMENTS**

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on the 8<sup>th</sup> day of October, 2003.



Steven H. Hagen,  
Sole Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.**

Pursuant to Chapter 48.091, Florida Statutes, the following is  
submitted:

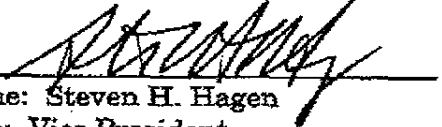
That WEBUNDCO AMERICAS, INC., desiring to organize under the  
laws of the State of Florida with its initial registered office as indicated in the  
Articles of Incorporation at 701 Brickell Avenue, Suite #3000, Miami, Florida  
33131 has named Intrastate Registered Agent Corporation as its agent to accept  
service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the Corporation  
named above, at the place designated in this certificate, the undersigned agrees to  
act in that capacity, to comply with the provisions of the Florida Business  
Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 8<sup>th</sup> day of October, 2003.

**INTRASTATE REGISTERED AGENT  
CORPORATION**

By:   
Name: Steven H. Hagen  
Title: Vice President

# 1270351\_v1

SE  
TALLAHASSEE, FLORIDA  
STATE

03 OCT -8 PM 8:51

FILED