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SECRETARY OF STATE
ALLAHASSEE, FLORIOA

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UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue
Tallahassee, Florida 32301
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June 24, 2004

## CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Internet Pros USA, Inc.		
	Filing Evidence	Type of Document
	□ Plain/Confirmation Copy	□ Certificate of Status
	⊠ Certified Copy	□ Certificate of Good Standing
		□ Articles Only
	Retrieval Request  Photocopy	<ul> <li>□ All Charter Documents to Include</li> <li>Articles &amp; Amendments</li> <li>□ Fictitious Name Certificate</li> </ul>
	□ Certified Copy	□ Other
	NEW FILINGS	AMENDMENTS
X	Profit	Amendment
	Non Profit	Resignation of RA Officer/Director
	Limited Liability	Change of Registered Agent
	Domestication	Dissolution/Withdrawal
	Other	Merger
	OTHER FILINGS	REGISTRATION/QUALIFICATION
	Annual Reports	Foreign
	Fictitious Name	Limited Liability
	Name Reservation	Reinstatement
	Reinstatement	Trademark
		Other

# ARTICLES OF INCORPORATION

<u>OF</u>

#### INTERNET PROS USA, INC.

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SECRETARY OF STATE ALLAHASSEE, FLORIDA

The undersigned subscriber, a natural person competent to contract, for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for such corporation:

#### **ARTICLE I - NAME**

The name of the proposed corporation is:

INTERNET PROS USA, INC.

### **ARTICLE II - NATURE OF BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida, including but not limited to providing Internet based services to companies and individuals who have web sites.

#### ARTICLE III - CAPITAL STOCK

The total number of shares of stock which the Corporation shall have the authority to issue is one thousand (1,000) shares and the par value of each of such shares is one (\$1.00) dollar.

All of said stock shall be payable in cash, property, labor, or services at a just valuation to be fixed by the officers at a meeting called for that purpose; property, labor, or services may be purchased, or paid for with the capital stock at a just valuation to be fixed by the officers of the Corporation at a meeting called for that purpose.

#### ARTICLE IV- TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved according to law and shall commence business on the date that these Articles are filed and approved by the Department of State of the State of Florida.

#### **ARTICLE V - LOCATION**

The principal place of business of the Corporation shall be at:

Internet Pros USA, Inc. c/o Glenn A. Weilbacher 227 North M Street Lake Worth, FL 33460

#### ARTICLE VI - DIRECTORS

This Corporation shall have two (2) Directors initially.

The number of Directors may be increased or diminished from time to time by By-Laws adopted by the Stockholders.

The name and post office address of the members of the first Board of Directors is:

Glenn A. Weilbacher 227 North M Street Lake Worth, FL 33460

Bill O'Neal 20 Tantra Circle Springboro, OH 45066

#### **ARTICLE VII - SUBSCRIBER**

The name and post office address of the subscriber hereto is:

Edward P. Phillips 3300 University Drive, Suite 806 Coral Springs, FL 33065

#### <u>ARTICLE VIII - AMENDMENT</u>

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Stockholders at a Stockholders' Meeting by vote of the Stockholders voting the majority of the stock capable of being voted, unless all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation is made.

#### ARTICLE IX - INITIAL REGISTERED AGENT

The corporation has designated the following as the registered Agent for the corporation, pursuant to Florida Statutes, to wit:

Edward P. Phillips 3300 University Drive, Suite 806 Coral Springs, FL 33065

#### ARTICLE X - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, I the undersigned subscribing incorporator, and designated registered agent, have hereunto set my hand and seal for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make, subscribe, acknowledge, and file in the office of the Secretary of State these Articles of Incorporation and certify that the facts herein stated are true, all this \( \begin{align\*} \leftilde{\mathbb{Z}} \) day of June, 2004.

I hereby accept and am familiar with the duties of being registered agent.

Edward P. Phillips

Incorporator and Registered Agent

STATE OF FLORIDA )

COUNTY OF BROWARD )

I HEREBY CERTIFY that on this date before me, the undersigned authority, personally appeared EDWARD P. PHILLIPS who, after being duly sworn by me on oath acknowledged that he executed the foregoing Articles of Incorporation for the purposes expressed therein, and he acknowledged that he is a natural person competent to contract.

SWORN TO AND SUBSCRIBED before me, this \( \frac{1}{2} \) day of June \( \frac{1}{2} \) 004.

**NOTARY PUBLIC** 

My commission expires:

GERREE G. CRECELIUS NOTARY PUBLIC. STATE OF FLORIDA COMMISSION # DD 185788 EXPIRES 5/6/2007 BONDED THRU 1-888-NOTARY1