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Daniel J. Weinberg

Certified Public Accountant

MEMBER
American Institute of C.P.A.'s
New York State Society of C.P.A.'s
Florida Institute of C.P.A.'s

07/19/95 11:43 AM

July 17, 1995

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

FILED
95 JUL 19 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: THE INTERNET MARKETING SYNDICATE, INC.

To Whom It May Concern:

Enclosed are original Articles of Incorporation together with one (1) copy along with a check in the amount of \$70.00 to cover the filing fees.

Please send acknowledgement receipt to:

THE INTERNET MARKETING SYNDICATE, INC.
c/o Daniel J. Weinberg, CPA
23123 State Road 7, Suite 301
Boca Raton, FL 33428

Very truly yours,

Daniel J. Weinberg
Daniel J. Weinberg
Certified Public Accountant

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ENC.

007
72095

ARTICLES OF INCORPORATION

OF

THE INTERNET MARKETING SYNDICATE, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

THE INTERNET MARKETING SYNDICATE, INC.

ARTICLE II - PRINCIPAL OFFICE

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

4781 N. CONGRESS AVENUE #165
LANTANA, FL 33462

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE THOUSAND (1,000) SHARES AT TEN CENTS (\$.10) EACH

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

THOMAS J. LEONE
4781 N. CONGRESS AVE. #165
LANTANA, FL 33462

ARTICLE V - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation:

THOMAS J. LEONE
4781 N. CONGRESS AVENUE #165
LANTANA, FL 33462

The undersigned has(have) executed these Articles of Incorporation this 17 day of July, 1995.

X Thomas J. Leone
THOMAS J. LEONE

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TALLAHASSEE, FLORIDA

ARTICLE VI - PURPOSE

Business Purpose: TO PROVIDE MARKETING AND ADVERTISING FOR
INDIVIDUALS AND LEGAL BUSINESSES OVER THE
INTERNET AND OTHER SOURCES OF MEDIA.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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:

THE INTERNET MARKETING SYNDICATE, INC.

2. The name and address of the registered agent and office is:

THOMAS J. LEONE
4781 N. CONGRESS AVE. #165
LANTANA, FL 33462

Thomas J. Leone
THOMAS J. LEONE

7/17/95
DATE

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 POSITIONS AS REGISTERED AGENT.

Thomas J. Leone
THOMAS J. LEONE

7/17/95
DATE

CONSENT TO OBTAIN ASSISTANCE IN THE PREPARATION
OF ARTICLES OF INCORPORATION FOR
THE INTERNET MARKETING SYNDICATE, INC.

BE IT KNOWN, that the office of DANIEL J. WEINBERG, CPA has provided assistance to the undersigned in filing Articles of Incorporation with Florida Department of State, Division of Corporations.

Each Corporation is a separate entity and as such has specific goals, needs and requirements. It is therefore recommended by this office that corporate documents be reviewed by your legal counsel. We have provided assistance only in filing your Articles of Incorporation, providing a tax and accounting service and do not attempt to render any legal advice.

The professional advice of your legal counsel to ascertain exact compliance with all statutory requirements is strongly recommended.

I (WE), THE UNDERSIGNED INCORPORATOR(S), HEREBY GRANTS PERMISSION TO DANIEL J. WEINBERG, CPA TO ASSIST IN FILING ARTICLES OF INCORPORATION FOR THE INTERNET MARKETING SYNDICATE, INC. WITH FLORIDA DEPARTMENT OF STATE, DIVISION OF CORPORATIONS.

Thomas J. Leone
THOMAS J. LEONE

7/17/95
DATE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA