

P95000058190

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1 800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____
PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JUL 27 PM 3:42

W95-15033

7/26/95

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY DLA _____

WALK-IN 7/26 12:00
WM Pick Up

RE: ENTERUBB, INC.

95 JUL 25 10:10

VICTORY CORPORATION

	C.O. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> O U S.	300001546419	
<input type="checkbox"/> Fictitious Name File	07/28/95 01011-008	
	****122.50 ****122.50	
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Restatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		
SUBTOTALS		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts

THANK YOU
from



FLORIDA DEPARTMENT OF STATE

July 26, 1995

Sandra B. Mortham
Secretary of State

CAPITAL CONNECTION
P.O. BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: ENTERWEB, INC.
Ref. Number: W95000015033

We have received your document for ENTERWEB, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return 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 (904) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 195A00035523

Corrected

RECEIVED
95 JUL 27 4 19 55
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

FOR

ENTERWEB, INC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JUL 27 PM 3:42

The undersigned, for the purpose of forming a Florida corporation pursuant to Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation shall be:

ENTERWEB, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 783 Coventry
Boca Raton, Florida 33487

ARTICLE III. CAPITAL STOCK

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

90 Shares Of Common Stock.

ARTICLE IV. REGISTERED AGENT

The name and address of the initial registered agent is:

Fred W. Mattlin, Esquire
Mattlin & McClosky
2300 Glades Road, Suite 400 East
Boca Raton, Florida 33431

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Patricia D. Davis
Mattlin & McClosky
2300 Glades Road, Suite 400 East
Boca Raton, Florida 33431

ARTICLE VII. DIRECTORS

All corporate powers shall be executed by or under the authority of, and the business and affairs of the corporation shall be managed by, the Board of Directors. This corporation shall have three (3) directors, initially. The name and address of the initial members of the Board of Directors are:

Chuck King - 4300 NW 26th Court
Boca Raton, FL 33434

Mike Kaply - 1865 Palm Cove Blvd., #307
Delray Beach, FL 33445

David Spicer - 11211 S. Military Trail, #3011
Boynton Beach, FL 33436

ARTICLE VIII. OFFICERS

This corporation shall have three (3) officer(s), initially. The name, address and position of the initial officers

are: President - Chuck King - 4300 NW 26th Court
Boca Raton, FL 33434

Vice President - Mike Kaply - 1865 Palm Cove Blvd., #307
Delray Beach, FL 33445

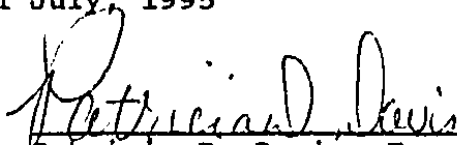
Secretary - David Spicer - 11211 S. Military Trail,
#3011, Boynton Beach, FL 33436

Treasurer - Chuck King - 4300 NW 26th Court
Boca Raton, FL 33434

ARTICLE IX. NATURE OF BUSINESS

This corporation may engage or transact in any and all lawful activities or businesses permitted under the laws of the United States, the State of Florida and any other state or territory.

The undersigned have executed these Articles of Incorporation this 25th day of July, 1995


Patricia D. Davis, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 27 PM 3:42

Pursuant to the provisions of section 607.0501 of the Florida Statutes, the corporation, Enterweb, Inc., organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

The name and address of the registered agent/registered office is: Fred W. Mattlin, Esquire
Mattlin & McClosky
2300 Glades Road, Suite 400 East
Boca Raton, Florida 33431

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.

Dated: July 25, 1995.


Fred W. Mattlin, Esquire

P 95000058190

Mattlin & McClosky

FRED W. MATTLIN
GREGG W. McCLOSKEY
RONALD E. D'ANNA
STEVEN G. SCHWARTZ

LAW OFFICES
2300 GLADES ROAD
SUITE 400, EAST TOWER
DOCA RATON, FLORIDA 33431
TELEPHONE 561/368-9200
FACSIMILE 561/395-7050

JANPA BAY OFFICE
PRESTIGE PLACE, SUITE 155
2600 McCORMICK DRIVE
CLEARWATER, FLORIDA 34619
TELEPHONE 813/797-7532
FACSIMILE 813/535-6765
REPLY TO: Doca Raton

MICHAEL J. IOANNOU
GARY J. DRUCKER
GORDON A. DIETERLE
LISA HISACINI
DAVID J. PASCUZZI
EDWARD S. HAMMEL

August 27, 1997

Secretary of State
Amendment Section
409 E. Gaines Street
Tallahassee, Florida 32399

200002280192--0
-08/28/97-01109--007
*****35.00 *****35.00

Re: Articles of Amendment for Enterweb, Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Amendment to Articles of Incorporation of Enterweb, Inc.

I have enclosed a check in the amount of \$35.00 for the fee for filing this amendment.

Also enclosed is a self-addressed Federal Express package for the return of the stamped copy.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Patricia D. Davis
Patricia D. Davis
Legal Assistant

PDD
Enclosure

P:\ENTERWEB\SECSTATE.PDD

FILED
97 AUG 28 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AM
KRP
9-5

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ENTERWEB, INC.

FIRST: Amendments adopted:

ARTICLE VII. DIRECTORS

All corporate powers shall be executed by or under the authority of, and the business and affairs of the corporation shall be managed by, the Board of Directors. This corporation shall have two (2) directors. The name and address of the members of the Board of Directors are:

Chuck King - 783 Coventry
Boca Raton, FL 33487

David Spicer - 3005 Bent Tree Loop
Roundrock, TX 78681

This amendment hereby removes Mike Kaply whose address is 1865 Palm Cove Blvd., #307, Delray Beach, Florida 33445 as one of the Directors of Enterweb, Inc.

ARTICLE VIII. OFFICERS

This corporation shall have two (2) officer(s). The name, address and position of the officers are:

President and Treasurer
Chuck King
783 Coventry
Boca Raton, FL 33487

Vice President and Secretary
David Spicer
3005 Bent Tree Loop
Roundrock, TX 78681

This amendment hereby removes Mike Kaply whose address is 1865 Palm Cove Blvd., #307, Delray Beach, Florida 33445 as Vice President of Enterweb, Inc. and hereby appoints David Spicer as Vice President.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Mike Kaply's 30 shares of stock are to be split between Chuck King and David Spicer. Each to have 15 shares. Bringing their total shares to 45 each.

91 AUG 28 PM 12:51
SECRET
TALLAHASSEE, FLORIDA

THIRD: The date of each amendment's adoption: August 27, 1997

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by:

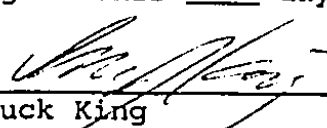
voting group

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder actions was not required.

Signed this 27th day of August, 1997.

Signature



Chuck King

Chuck King

Typed or printed name

Director/President

Title