

P96000008047

TRANSMITTAL LETTER

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

600001694846
-01/22/96--01066--007
*****78.75 *****78.75

SUBJECT: Internet Magazine Publishing, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: Joel A. Klarreich, Esq.
KLEIN, HEISLER, & KLARREICH, P.C.
Name (printed or typed)

One Penn Plaza, Ste 4534
Address

New York, NY 10119
City, State & Zip

212-736-6076
Daytime Telephone number

RECEIVED
CORPORATION STATE
JAN 22 11 30 AM '96

51
1/25

NOTE: Please provide the original and one copy of the articles.

99 JAN 23 10 11 AM '99
STATE OF FLORIDA
CORPORATION DIVISION

ARTICLES OF INCORPORATION
INTERNET MAGAZINE PUBLISHING, INC.

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

Article I Name

The name of the corporation shall be : Internet Magazine Publishing, Inc.

Article I Principal Office

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

c/o Joseph Randazza
1801 South Federal Highway Ste 235
Delray Beach, FL 33483

Article III Shares

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

1,000, all of which are without par value and are of the same class and are to be common shares.

Article IV Initial Registered Agent and Street Address

The name and address of the initial registered agent is:

Joseph Randazza
1801 South Federal Highway Ste 235
Delray Beach, FL 33483

Article V Incorporator

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

**Joel A. Klarrelech
Klein, Helser and Klarrelech, P.C.
One Penn Plaza, Ste 4534
New York, NY 10119**

The undersigned incorporator has executed these Articles of Incorporation this 11th day of January, 1996.



Joel A. Klarrelech

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/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.

The name of the corporation is:

Internet Magazine Publishing, Inc.

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

Joseph Randazza
180 South Federal Highway Ste 235
Delray Beach, FL 33483

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.



Joseph Randazza

January 11, 1996
Date