

P96000039439

Best Net Yellow Pages, Inc.
4710 36th Avenue West
Bradenton, FL 34209

20000180992
-05/06/96--01094--015
***122.50 ***122.50

May 01, 1996

To Whom It May Concern:

I have enclosed the following documentation for filing. Please send a certified copy when this has been completed.

Respectfully,



Debbie Hines
Best Net Yellow Pages, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY -3 AM 11:52

9/5/8/96

ARTICLES OF INCORPORATION
OF
BEST NET YELLOW PAGES, INC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY -3 AM 11:52

The undersigned-as incorporator forms a corporation within the meaning of the applicable provisions of Florida Statutes, Chapter 607.

ARTICLE I.

NAME

The name of this corporation is Best Net Yellow Pages, Inc.

ARTICLE II.

PRINCIPAL OFFICE

The principal address of this corporation is:
4710 36th Avenue West
Bradenton, Florida 34209

ARTICLE III.

CAPITAL STOCK

- A. This corporation is authorized to issue 1000 shares of one dollar par value common stock.
- B. The holders of issued and outstanding shares shall be entitled to preemptive rights within the meaning of Florida Statutes, Chapter 607.

ARTICLE IV.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the Registered Agent of this corporation and the street address of the Registered Office are as follows:

Name: Ronald F. Kaufman
Address: 4710 36th Avenue West
Bradenton, Florida 34209

ARTICLE V.

INCORPORATION

The name and address of the incorporator of this corporation is:


Name: Ronald E. Kaufman
Address: 4710 36th Avenue West
Bradenton, Florida 34209

ARTICLE VI.

EFFECTIVE DATE OF ARTICLES

These Articles shall be effective upon filing with the Secretary of State for Florida.

IN WITNESS WHEREOF, the undersigned, as incorporator, has hereunto set the undersigned's hand and seal this 25th day of April, 1996, for the purpose of organizing the corporation under the laws of the State of Florida.


Ronald E. Kaufman

ARTICLE VII.

OFFICERS

The names of the officers who are to serve until the first election next following the filing of these Article of Incorporation are as follows:

<i>Officers</i>	<i>Titles</i>
Ronald E. Kaufman	President, Treasurer, Secretary
Bernard J. Russell	Vice President

ARTICLE VIII.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 MAY -3 AM 11:52

BOARD OF DIRECTORS

The business and affairs of the Corporation shall be managed by the Board of Directors. The number of directors constituting the Board of Directors shall be fixed in the manner provided in the By-Laws of the Corporation. Each person shall serve as a director of the Corporation until the next annual meeting of shareholders or until his successor shall have been elected and qualified.

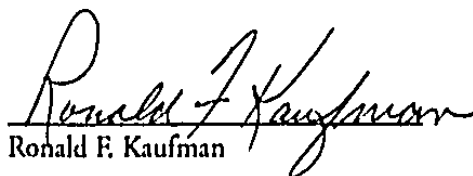
Cumulative voting shall not be allowed.

The names and street addresses of the initial members of the Board of Directors are:

<i>Names</i>	<i>Addresses</i>
Ronald F. Kaufman	4710 36th Avenue West, Bradenton, Florida 34209
Bernard J. Russell	2854 River Pines Way, Sarasota, Florida 34242
Victoria L. Moore	1315 38th Street, Sarasota, Florida 34234
Deborah J. Hines	1046 Deer Hollow Way, Sarasota, Florida 34232

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


Ronald F. Kaufman