

ANTHONY M. NARDOTTI
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P96000048645

June 1, 1996

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

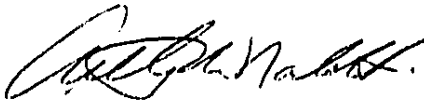
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Dear Sir or Madam:

Enclosed in duplicate are Articles of Incorporation for MAJESTIC INTERNET MARKETING, INC. Also enclosed is a check for \$ 122.50 which represents the costs of Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation.

Please return the certified articles to me at the address stated above. Thank you for your cooperation.

Sincerely,



Anthony M. Nardotti

FILED
96 JUN -5 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6/7/96



**ARTICLES OF INCORPORATION
OF
MAJESTIC INTERNET MARKETING, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

MAJESTIC INTERNET MARKETING, INC.

The principal place of business of this corporation shall be:

9681 MAJESTIC WAY
BOYNTON BEACH, FLORIDA 33437

ARTICLE II

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 10,000 shares of common stock at \$1.00 par value. Said stock shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1986, as amended.

ARTICLE IV

The term for which this corporation shall exist shall be perpetual.

ARTICLE V

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that

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MAJESTIC INTERNET MARKETING, INC.
FILED

shall be fixed by the Board of Directors, those shares of the common stock of this corporation which may be issued from time to time for money, property or past services in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

ARTICLE VI

The initial registered agent for this corporation is JOSEPH GEISER and the initial registered office is located at 9681 Majestic Way, Boynton Beach, Florida 33437.

ARTICLE VII

This corporation shall have two directors initially. The name and street address of the initial members of the Board of Directors are:

JOSEPH GEISER

9681 MAJESTIC WAY
BOYNTON BEACH, FL 33437

NEIL MILLER

9712 MAJESTIC WAY
BOYNTON BEACH, FL 33437

ARTICLE VIII

The name and street address of the incorporators to these Articles of Incorporation are:

JOSEPH GEISER

9681 MAJESTIC WAY
BOYNTON BEACH, FL 33437

NEIL MILLER

9712 MAJESTIC WAY
BOYNTON BEACH, FL 33437

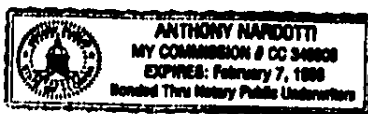
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 2nd day of June, 1996.

Joseph Geiser
JOSEPH GEISER
Neil Paul Miller
NEIL MILLER

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid, to take acknowledgements and administer oaths, personally appeared Joseph Geiser and Neil Miller, who are well known to me or who produced U/A and N/A, respectively, as identification, and who signed the foregoing and who did/did not swear and acknowledge under oath that they executed the same as their free act and deed for the purposes set forth therein.

WITNESS my hand and official seal in the State and County last aforesaid this 2nd day of June, 1996.



(SEAL)

Anthony Nardotti
NOTARY PUBLIC
Print: Anthony Nardotti
Commission No.: CC 34808
Commission Expires: 2-7-98

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the registered office designated in the foregoing articles of incorporation, the undersigned accepts the designation.


JOSEPH GEISER

FILED
JUN-5 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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