



MITCHELL A. FELDMAN  
ATTORNEY AT LAW

LAW OFFICES OF  
**MITCHELL A. FELDMAN**  
A PROFESSIONAL ASSOCIATION

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1031 IVIS DAIRY ROAD, SUITE 228  
MIAMI, FLORIDA 33179  
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FAX. 305-652-1858  
**DOWNTOWN MIAMI**  
46 SW FIRST STREET, THIRD FLOOR  
MIAMI, FLORIDA 33130  
TEL. 305-374-2130  
FAX. 305-381-9457  
**TAMPA**  
P.O. BOX 872  
TAMPA, FLORIDA 33601-0872

Reply to Main Office

June 4, 1996

Department of State  
Division of Corporations  
POB 6327  
Tallahassee, Florida 32314

RE: Personal Purser, Inc., a proposed corporation

Dear Sir/Madam:

Please find enclosed an original and one copy of the Articles of Incorporation and Registered Agent with our check of \$70.00 for the filing of the above captioned proposed corporation.

Thank you for your cooperation.

Sincerely,  
Law Offices of Mitchell A. Feldman, P.A.

  
Mitchell A. Feldman, Esq.

MAF/jt

enc.

685, 2257, 671  
2096-12151  
B. REGISTER JUN 7 1996



**FLORIDA DEPARTMENT OF STATE**  
Sandra B. Mortham  
Secretary of State

June 7, 1996

MITCHELL A FELDMAN, ESQUIRE  
1031 IVES DAIRY ROAD  
SUITE 228  
MIAMI, FL 33179

SUBJECT: PERSONAL PURSER, INC.  
Ref. Number: W96000012151

We have received your document for PERSONAL PURSER, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

The corporate fees are as follows:

**CORPORATIONS FILING FEES**

Profit and NonProfit  
Florida & Foreign Corp.

Filing Fees	\$35.
Registered Agent Designation	\$35.
Certified Copy	\$52.50
Total Fee Due	\$122.50

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) 487-6919.

Beth Register  
Corporate Specialist Supervisor

Letter Number: 796A00028543

**ARTICLES OF INCORPORATION  
OF  
PERSONAL PURSER, INC.**

**FILED**  
96 JUL 14 AM 8:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE 1. NAME**

The name of the corporation is: PERSONAL PURSER, INC.

**ARTICLE 2. DURATION**

The corporation shall exist perpetually commencing with the filing of these Articles of Incorporation with the Florida Department of State.

**ARTICLE 3. PUPOSE**

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

**ARTICLE 4. CAPITAL STOCK**

The corporation is authorized to issue Ten Million (10,000,000) of \$.01 par value shares which shall be designated as common shares.

**ARTICLE 5. INITIAL STOCKHOLDERS**

The corporation is directed to issue shares of common stock to the initial stockholders as follows:

Name: Mitchell Alan Feldman  
Number of Shares: 2,000,000 shares of common stock

Name: David Gray  
Number of Shares: 2,000,000 shares of common stock

Name: Bill Panoff  
Number of Shares: 2,000,000 shares of common stock

#### **ARTICLE 6. REGISTERED AGENT AND OFFICE**

The corporation's initial Registered Agent and Registered Office in the state of Florida is:

Initial Registered Agent: Mitchell Alan Feldman

Initial Registered Office: 1031 Ives Dairy Road, Suite 228, Miami, FL 33179

#### **ARTICLE 7. MAILING ADDRESS**

The corporation's principle office and mailing address is:

Principle Office: 1031 Ives Dairy Road, Suite 228, Miami, FL 33179

Mailing Address: 1031 Ives Dairy Road, Suite 228, Miami, FL 33179

#### **ARTICLE 8. DIRECTORS**

The number of Directors constituting the initial Board of Directors of the corporation is Three.

The number of Directors may be either increased or decreased from time to time by amendments to the Bylaws, but shall never be less than the number of the initial Board of Directors. The name of the initial Directors are:

Name: Mitchell Alan Feldman <sup>751</sup>  
Address: 2110 NE 206 Street, NMB, FL 33179

Name: David Gray ✓  
Address: 3300 NE 191 Street, Aventura, FL 33180

Name: Bill Panoff ✓  
Address: 7100 W Commercial Blvd., Ste 106, Ft. Lauderdale, FL 33319

#### **ARTICLE 9. OFFICERS**

The initial officers of the corporation are:

Name: Mitchell Alan Feldman  
Office: President/Secretary/Treasurer  
Address: 2110 NE 206 Street, NMB, FL 33179

Name: David Gray  
Office: Vice President  
Address: 3300 NE 191 Street, Aventura, FL 33180

Name: Bill Panoff  
Office: Vice President  
Address: 7100 W Commercial Blvd., Ste 106, Ft. Lauderdale, FL 33319

#### **ARTICLE 10. INCORPORATORS**

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

Name: Mitchell Alan Feldman  
Address: 2110 NE 206 Street, NMB, FL 33179

Name: David Gray  
Address: 3300 NE 191 Street, Aventura, FL 33180

Name: Bill Panoff  
Address: 7100 W Commercial Blvd., Ste 106, Ft. Lauderdale, FL 33319

#### **ARTICLE 11. BYLAWS**

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than ninety (90) days following the issuance of the Certificate of Incorporation. Following the adoption of the bylaws by affirmative vote of one-third of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with such bylaws. The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors and Stockholders.

#### **ARTICLE 12. INDEMNIFICATION**

The corporation shall indemnify any Officer or Director or any former Officer or Director to the full extent permitted by law.

### ARTICLE 13. CORPORATE POWERS

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or amendments hereto and any right conferred upon the Stockholders is subject to this reservation.

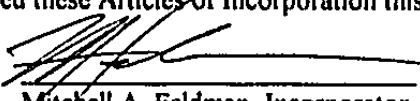
### ARTICLE 14. CUMULATIVE VOTING

At each election of Directors, every Stockholder entitled to vote shall have the rights to accumulate his votes by giving one candidate as many votes as the number of Directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

### ARTICLE 15. CONFERENCE TELEPHONE

The members of the Board of Directors may participate in meeting of the Board of Directors by means of conference telephone as provided by law.

The undersigned incorporators have executed these Articles of Incorporation this 28 day of May, 1996.

  
Mitchell A. Feldman, Incorporator

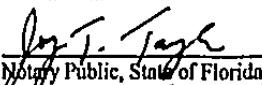
  
David Gray, Incorporator

  
Bill Panoff, Incorporator

STATE OF FLORIDA                     )  
  ) ss:  
COUNTY OF DADE                     )

On this the 28 day of May, 1996, before me the undersigned Notary Public of the State of Florida personally appeared MITCHELL ALAN FELDMAN, who is personally known to me or has shown proper I.D. \_\_\_\_\_, whose name is subscribed to the foregoing Articles of Incorporation, and he acknowledged that he executed it as a free act and deed for the purposes therein expressed and did take an oath.

My commission expires:

  
Notary Public, State of Florida  
Name of Notary Joy T. Taylor  
Commission No. CC 520694



JOY T TAYLOR  
My Commission CC520694  
Expires Dec. 25, 1999

STATE OF FLORIDA )

COUNTY OF DADE )

ss:

On this the 28 day of May, 1996, before me the undersigned Notary Public of the State of Florida personally appeared DAVID GRAY, who is personally known to me or has shown proper I.D., whose name is subscribed to the foregoing Articles of Incorporation, and he acknowledged that he executed it as a free act and deed for the purposes therein expressed and did take an oath.



My commission expires:

Joy T. Taylor  
Notary Public, State of Florida  
Name of Notary Joy T. Taylor  
Commission No. CC520694

STATE OF FLORIDA )

COUNTY OF DADE )

ss:

On this the 28 day of May, 1996, before me the undersigned Notary Public of the State of Florida personally appeared BILL PANOFF, who is personally known to me or has shown proper I.D., whose name is subscribed to the foregoing Articles of Incorporation, and he acknowledged that he executed it as a free act and deed for the purposes therein expressed and did take an oath.

My commission expires:



**"OFFICIAL SEAL"**  
**Maritza M. Diaz**

My Commission Expires 11/22/98  
Commission #CC 242813

Maritza M. Diaz  
Notary Public, State of Florida  
Name of Notary Maritza M. Diaz  
Commission No. CC 24 2513



FILED

96 JUN 14 AM 8:20

the undersigned STATE  
 v. ing statement in FLORIDA

- Mitchell Alan Feldman**  
1031 Ives Dairy Road, Suite 228  
Miami, Florida 33179

[Signature] Date: May 28, 1996  
Registered Agent

On this the 28 day of May, 1996, before me, the undersigned Notary Public of the State of Florida personally appeared MITCHELL ALAN FELDMAN, who is personally known to me, whose name is subscribed to the within instrument, and he acknowledged that he executed it as his free act and deed for the purposes therein expressed and did take an oath.

Joy T. Taylor  
Notary Public, State of Florida  
Name of Notary Joy T. Taylor  
Commission No. CC 520694