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MASSACHUSETTS 01907
001-342-8086



PRINCIPAL
LEGAL & FINANCIAL SERVICE

ACCOUNT NO. : 072100000032

REFERENCE : 031661 81576A

AUTHORIZATION :

COST LIMIT : \$

ORDER DATE : July 25, 1996

ORDER TIME : 10:41 AM

ORDER NO. : 031661

CUSTOMER NO: 81576A

CUSTOMER: William Howard, Esq
WILLIAM M. HOWARD, ESQ

800001904528
-07/25/96--01066--015
****122.50 ****122.50

Suite 280, Plantation Corp.cnt
Two South University Drive
Plantation, FL 33324

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 25 PM 3:20

DOMESTIC FILING

NAME: BEEP THIS!, INC.

EFFECTIVE DATE:

- ☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- ☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GLS

EXAMINER'S INITIALS:

gf 7/25/96

96 JUL 25 PM 3:20

ARTICLES OF INCORPORATION

OF

BEEP THIS!, INC.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be BEEP THIS!, INC., and the initial address of this corporation shall be 2122 N. UNIVERSITY DRIVE, SUNRISE, FLORIDA 33322.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

| <u>Number of Shares</u> <u>Authorized</u> | <u>Par Value</u> <u>Per Share</u> | <u>Class of</u> <u>Stock</u> |
|--|--------------------------------------|---------------------------------|
| 1,000 | \$.10 | Common |

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this corporation shall be at 2122 N. UNIVERSITY DRIVE, SUNRISE, FLORIDA 33322 with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be IVY FRIEDMAN.

ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

ARTICLE VII

The name and address of the first director of the corporation, who shall hold office for the first year or until his successor is duly elected and qualified shall be:

IVY FRIEDMAN
760 EAST PLANTATION CIRCLE
PLANTATION, FLORIDA 33324

ARTICLE VIII

The name and address of the Incorporator is:

IVY FRIEDMAN
760 EAST PLANTATION CIRCLE
PLANTATION, FLORIDA 33324

ARTICLE IX

The private property of the stockholders shall not be subject to payment of the corporate debt in any event.

ARTICLE X

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

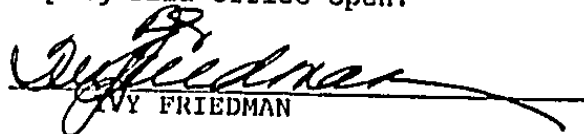
ARTICLE XI

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law either now or hereafter.

ACKNOWLEDGMENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL 25 PM 3:20
Having been named to accept service of process for BEEP THIS!, INC., at the place designated in Article V, I hereby accept such appointment and agree to comply with the provisions of the Florida General Corporation Act, Florida Statutes 607, relative to keeping said office open.


IVY FRIEDMAN

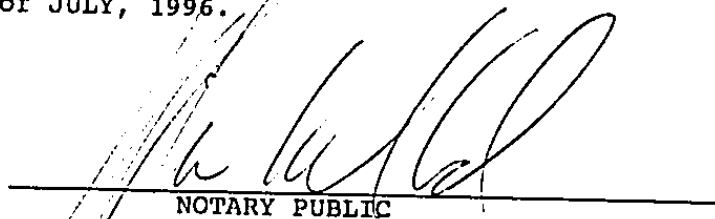
IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 23RD day of JULY, 1996.


IVY FRIEDMAN

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared IVY FRIEDMAN, incorporator, who is personally known to the undersigned Notary Public or who first produced the following I.D. _____ and who is known to me to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 23rd day of JULY, 1996.


NOTARY PUBLIC

My Commission Expires

