

P960000077479

JAY C. SALYER, JR.

ATTORNEY AT LAW

1000 SOUTH FEDERAL HIGHWAY • SUITE 301

BOCA RATON, FLORIDA 33432

TELEPHONE (407) 760-9924

FACSIMILE (407) 760-7622

September 12, 1996

Secretary of State  
Corporations Division  
409 E. Gaines Street  
Tallahassee, FL 32399

100001945051  
-09/17/96--01095--002  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Community Profile Illustrated, Inc.

Dear Sir or Madam:

Enclosed for filing are Articles of Incorporation with attached Registered Agent Certificate and our check for \$122.50 for filing fee and fee for a certified copy.

Please return a copy when completed.

Very truly yours,

*Susan Howerton*

Susan Howerton, Secretary to  
Jay C. Salyer, Jr.

Enclosures

FILED  
95 SEP 16 AM 10:24

7-18-96  
KR

**ARTICLES OF INCORPORATION  
OF  
COMMUNITY PROFILE ILLUSTRATED, INC.**

THE UNDERSIGNED subscribers to these Articles of Incorporation, each a natural person, and competent to contract, hereby associates themselves together to form a corporation for profit under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of this corporation is **COMMUNITY PROFILE ILLUSTRATED, INC.**, a corporation for profit.

**ARTICLE II - PRINCIPAL OFFICE**

The principal office and mailing address of this corporation shall be:

225 N. Federal Highway  
Pompano Beach, Florida 33062

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV - DURATION**

This corporation shall have perpetual existence.

#### ARTICLE V - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of common stock with a par value of \$1.00

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

#### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 225 N. Federal Highway, Pompano Beach, Florida 33062, and the name of the initial registered agent of this corporation at that address is Ernie Blazeff.

#### ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these articles is:

Ernie Blazeff  
225 N. Federal Highway  
Pompano Beach, Florida 33062

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws but in no event shall be less than one.

#### ARTICLE IX - OFFICERS

The legal affairs of the corporation shall be managed by the officers who shall be elected at the annual meeting each year to serve for the ensuing year. The officers of the

corporation shall serve until their respective successors in office shall be elected and duly qualified.

#### **ARTICLE X - PRE-EMPTIVE RIGHTS**

Pre-emptive rights shall be as set forth in the By-Laws.

#### **ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

#### **ARTICLE XII - INDEMNIFICATION**

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

#### **ARTICLE XIII - BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

#### **ARTICLE XIV - CUMULATIVE VOTING**

There shall be no cumulative voting.

#### **ARTICLE XV - SHAREHOLDER QUORUM AND VOTING**

Fifty (50%) percent of the shares entitled to vote, represented in person or proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of 51% of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### **ARTICLE XVI - MEETINGS BY CONFERENCE TELEPHONE**

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of telephone conference as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each Director.

#### **ARTICLE XVII - RESTRICTIONS ON TRANSFER OF STOCK**

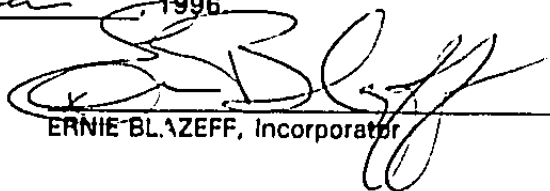
Shares of capital stock of this corporation shall be issued initially in such amounts as may be determined by the Board of Directors.

Except as required by law or specially authorized by the Board of Directors there shall be no restrictions on the transfer of the Shares of this corporation.

#### **ARTICLE XVIII - CALLING OF SPECIAL MEETINGS**

Special meetings of shareholders may be called by the Board of Directors and/or 25% of the stockholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 4 day of September, 1996.

  
ERNIE BLAZEYFF, Incorporator

STATE OF FLORIDA           )  
  ) ss.  
COUNTY OF PALM BEACH )

I heroby Certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared ERNIE BLAZEFF, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that she executed the same, that I relied upon the following form of identification of the above-named person: driver's license and that an oath (was)(was not) taken.

Witness my hand and official seal in the County and State last aforesaid this 4 day of September, A.D. 1996.

(Notary Rubber Stamp Seal)

  
Notary Signature



JAY C. SALYER, JR.  
MY COMMISSION # CC 321408  
EXPIRES: November 4, 1997  
Bonded thru Notary Public Underwriters

Printed Notary Signature

Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with § 607.0501, Florida Statutes, the following is submitted.

First that **COMMUNITY PROFILE ILLUSTRATED, INC.**, desiring to organize or qualify under the laws of the State of Florida, has named:

Ernie Blazeff, 225 N. Federal Highway, Pompano Beach, Florida 33062, as its agent to accept service of process within Florida.

Dated this 4 day of September, 1996.

**COMMUNITY PROFILE ILLUSTRATED, INC.**

By: 

Ernie Blazeff, Assistant Secretary

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
ERNIE BLAZEFFF