

P960000092728

RICHARD S. RACHLIN, P.A.

SUITE 400

712 U.S. HIGHWAY ONE

NORTH PALM BEACH, FLORIDA 33408

RICHARD S. RACHLIN
LAURA E. ARNOFF
BOARD CERTIFIED
CIVIL TRIAL ATTORNEY

TELEPHONE: (407) 844-3600
TELECOM: (407) 842-4104

OF COUNSEL:
J. BEN, CHERNAY, NORRIS,
WEINBERGER & HARRIS

November 4, 1996

Secretary of State
Corporate Division
P. O. Box 6327
Tallahassee, Florida 32314

Re: 521.COM, INC.

100001999641--1
-11/07/96--01104--005
****122.50 ****122.50

Dear Sir/Madam:

Enclosed are the Articles of Incorporation for the above referenced corporation and our firm check in the amount of \$122.50 representing filing fees.

Thank you for your assistance.

Sincerely yours,

Ana M. Stalker

ANA M. STALKER,
Paralegal

ams
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 NOV -7 AM 10:23

ag 11/13/96

ARTICLES OF INCORPORATION
OF
521.COM, INC.

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CORPORATIONS
96 NOV -7 PM 10:20

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

521.COM, INC.

The address of the principal office of this corporation shall be 521 Clematis Street, West Palm Beach, Florida 33401, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities of business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the registered office of the corporation shall be 521 Clematis Street, West Palm Beach, Florida 33401, and

the name of the registered agent at that address is Domitria Mirsky.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

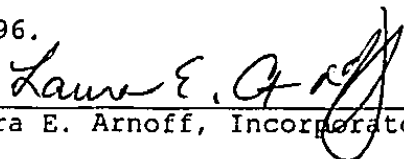
Domitria Mirsky 521 Clematis Street
West Palm Beach, Florida 33401

ARTICLE VII - NAME OF INCORPORATOR

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

LAURA E. ARNOFF, ESQUIRE
712 U.S. HIGHWAY ONE, SUITE 400
NORTH PALM BEACH, FL 33408

The undersigned incorporator has executed these Articles of Incorporation on November 1st, 1996.



Laura E. Arnoff, Incorporator

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CORPORATIONS
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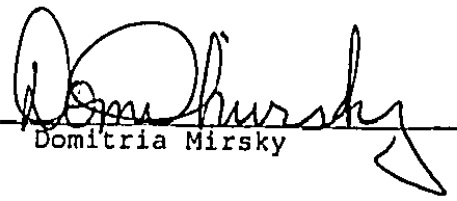
**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION**

Domitria Mirsky, an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

521.COM, INC.

Domitria Mirsky is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:


Domitria Mirsky