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Charter Number Only

11-21-96 Marilyn O.

Peter Collins Esq.

Requestor's Name

9300 S. Dadeland Blvd #500

Address

Miami, FL 33156

City

State

ZIP

Phone

#670-7744

VALIDATION ONLY

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CORPORATION(S) NAME

C-L Internet Marketing  
Corporation



Empire Toll Free: 1-800-432-3028

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| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Foreign            | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Annual Report      | <input type="checkbox"/> Other                      |
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 NOV 22 PM 1:45

FILED

**ARTICLES OF INCORPORATION  
OF  
C-L INTERNET MARKETING CORPORATION**

**FILED  
96 NOV 22 PM 1:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

The undersigned, acting as incorporators of a for profit corporation pursuant to chapter 607, Florida Statutes, adopt the following Articles of Incorporation:

**ARTICLE I. CORPORATE NAME**

The name of the corporation is C-L Internet Marketing Corporation (hereinafter "Corporation").

**ARTICLE II. PURPOSE FOR CORPORATION**

This corporation is organized to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III. PRINCIPAL OFFICE**

The principal place of business and the mailing address of this corporation is 4060 Hardie Road, Coconut Grove, Florida 33133.

**ARTICLE IV. PERIOD OF EXISTENCE**

This corporation will have perpetual existence.

**ARTICLE V. CAPITAL STOCK**

The number of shares of stock this corporation is authorized to have outstanding at any one time is ONE HUNDRED (100). For purposes of incorporation, each share will have a nominal value of ONE DOLLAR (\$1.00) per share.

Each share represents one vote, whether by proxy or otherwise.

Prepared By:  
KRISTEN LEVER  
6825 SW 45 LANE #1  
MIAMI FL 33155  
305-661-7296

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#### ARTICLE VI. INITIAL CAPITAL

The initial amount of capital of this corporation is ONE HUNDRED DOLLARS (\$100.00).

#### ARTICLE VII. BOARD OF DIRECTORS

The initial board of directors shall consist of two members, who need not be residents of the State of Florida or shareholders of the corporation.

#### ARTICLE VIII. INITIAL BOARD OF DIRECTORS AND OFFICERS

The names and addresses of the persons who shall serve as Directors and Officers until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are:

Paul Conway	4060 Hardie Road Coconut Grove, Florida 33133.	Director/President
John Lever	6825 SW 45 Lane #1 Miami, Florida 33155	Director/Vice-President/ Secretary/Treasurer

#### ARTICLE IX. INCORPORATORS

The name and addresses of the initial incorporators are:

Paul Conway	4060 Hardie Road Coconut Grove, Florida 33133
John Lever	6825 SW 45 Lane #1 Miami, Florida 33155.

#### ARTICLE X. SUBSCRIBERS

The names and addresses of each subscriber to these Articles of Incorporation and the number of shares owned by each are as follows:

Paul Conway	4060 Hardie Road Coconut Grove, Florida 33133	50 shares
John Lever	6825 SW 45 Lane #1 Miami, Florida 33155	50 shares

#### ARTICLE XI. REQUIREMENTS FOR SHAREHOLDER ACTION

An affirmative vote of two-thirds of the shares of the corporation shall be required for any shareholder action. Each share represents one vote.

#### ARTICLE XII. CHANGES TO ARTICLES OF INCORPORATION

The shareholders shall have the power to adopt, amend, alter, change or repeal these articles of incorporation when proposed and approved at a stockholders meeting with not less than a two-thirds majority vote.

#### ARTICLE XIII. BY-LAWS

The regulating of business and the conducting of affairs of this Corporation and the provisions creating and limiting the powers of the Corporation, the directors and the stockholders shall be controlled by the By-laws which shall be adopted by the stockholders of the Corporation as soon as practicable after the Corporation is formed.

The Board of Directors of the Corporation has the power to adopt, amend, alter, change or repeal the By-laws with a majority vote. Each Director represents one vote.

#### ARTICLE XIV. INDEMNIFICATION

To induce officers and directors of the Corporation to serve or continue serving in their capacity, the Corporation shall indemnify and hold harmless each director or officer against any and all claims and liabilities brought against them for actions taken or omitted while serving in their capacity as director or officer.

#### ARTICLE XV. INITIAL REGISTERED AGENT

The name and address of the initial registered agent is:

Kristen Lever      6825 SW 45 Lane #1  
Miami, Florida 33155.

The undersigned incorporators have executed these Articles of Incorporation this 19 day of November, 19 96.

Signatures of the Incorporators:

Paul Conway  
Paul Conway  
Director/ President

John Lever  
John Lever  
Director/ Vice-President/ Secretary/ Treasurer

### Designation and Acceptance of Registered Agent for a Florida Corporation

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is C-L Internet Marketing Corporation.
2. The name of the registered agent is Kristen Lever.
3. The address of the registered agent is:

6825 SW 45 Lane #1, Miami, Florida 33155.

### Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

*hhl*

Kristen Lever  
6825 SW 45 Lane #1  
Miami, Florida 33155

Date: 11-19-96

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