

ROBERT H. SWEDLOW
3218 Marion Avenue
Margate, Florida 33063

99600 102487

December 12, 1996

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-12/18/96-01078-011
*****78.75 *****78.75

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Best of the Web, Inc.
Surfer Girl, Inc.

Dear Filing Department:

Enclosed please find an original and one copy of the articles of incorporation for two distinct corporations and two checks for \$78.75 each.

Kindly file these documents and return the appropriate paperwork for my files.

Thank you for your prompt attention to this matter.

FILED
96 DEC 18 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Very truly yours,

Robert Swedlow, President
3218 Marion Avenue
Margate, Florida 33063
(954) 216-7000 or (954) 341-8853

MaryAnn Swedlow, Registered Agent
3218 Marion Avenue
Margate, Florida 33063
(954) 216-7000 or (954) 341-8853

12/20

Please return the documents in the enclosed FedEx overnight mailer

Thank You

**ARTICLES OF INCORPORATION
OF
BEST OF THE WEB, INC.**

ARTICLE I - NAME

The name of this Corporation is the **BEST OF THE WEB, INC.**

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PRINCIPAL OFFICE

The mailing address of the principal office is Post Office Box 770788, Coral Springs, Florida 33077.

ARTICLE IV - PURPOSE

The purpose of this Corporation is to engage in activities or business including but not limited to the marketing and advertising of goods and services as permitted under the Laws of the United States and Florida.

ARTICLE V - CAPITAL STOCK

The number of shares of stock which the Corporation is authorized to have outstanding at any time is **FIFTY-THOUSAND**.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be at 3218 Marion Avenue, Margate, Florida 33063, and the initial registered agent of this Corporation at such office shall be MaryAnn Swedlow, who upon accepting this designation agrees to comply with the provisions of the applicable Section of the Florida Statutes, with respect to keeping an office open for service of process.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of three members. The number of directors may be increased or decreased from time to time by vote of the shareholders. The names of the directors constituting the Initial Board of Directors are:

ROBERT H. SWEDLOW

MARYANN SWEDLOW

STEVEN SWEDLOW

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Robert H. Swedlow at 3218 Marion Avenue, Margate, Florida 33063.

The undersigned incorporator has executed these Articles of Incorporation this 12th day of December, 1996.



ROBERT H. SWEDLOW

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, 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: BEST OF THE WEB, INC.

2. The name and address of the registered agent and office is:

MaryAnn Swedlow, Registered Agent

(Name)

3218 Marion Avenue

(P.O. Box not acceptable)

Margate, Florida 3306

(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

MaryAnn Swedlow
(Signature)

12/12/96