

797000032399

2:41 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000005839 0)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: INTERNET ADVERTISING CONCPETS, INC.
AUDIT NUMBER.....H97000005839
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0
CERT. COPIES.....1

PAGES..... 5
DEL.METHOD.. FAX
EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
help F1 Option Menu F2

NUM CAPS Connect: 00:07:17

FILED
57 APR 10 AM 9:10
CLERK OF COURT
JULIA M. HARRIS

K.R. APR 10 1997



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 9, 1997

EMPIRE

SUBJECT: INTERNET ADVERTISING CONCEPTS, INC.
REF: W97000008310

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The electronically submitted document must also include the preparer's Florida Bar membership number in the lower left hand corner of the document if the preparer is a member of the Florida Bar.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Lunt
Corporate SpecialistFAX Aud. #: E97000005839
Letter Number: 197A00017934

(5)
H 97000005839

ARTICLES OF INCORPORATION
OF
INTERNET ADVERTISING CONCEPTS, INC.

FILED
97 APR 10 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is INTERNET ADVERTISING CONCEPTS, INC.

ARTICLE II

The purpose or purposes for which this corporation is organized: to conduct any lawful business authorized under the laws of the State of Florida.

ARTICLE III

This corporation is authorized to issue a maximum of 100 shares of stock. The shares of stock authorized shall be common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the board of directors.

ARTICLE IV

This corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE V

The initial street address of the principal office of this corporation shall be:

2601 South Bayshore Drive
Suite 1500
Miami, Florida 33133

ARTICLE VI

The number of directors may be altered, from time to time, by By-Laws adopted by the Shareholders, however, the corporation shall have no less than one (1) Director at any time.

Prepared by:
ALLEN D. FULLER, ESQUIRE
2601 South Bayshore Drive
Suite 1500
Miami, Florida 33133
(305) 250-7160
FBN-131542

H 97000005839

017300005839

ARTICLE VII

The name and address of the first Board of Directors and officer of this corporation, who shall hold office for the first year or until his successor are chosen shall be:

JOSHUA FULLER
2601 South Bayshore Drive
Suite 1500
Miami, Florida 33133

ARTICLE VIII

The name and address of the Subscriber of these Articles of Incorporation is as follows:

JOSHUA FULLER
2601 South Bayshore Drive
Suite 1500
Miami, Florida 33133

ARTICLE IX

The corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

ALLEN D. FULLER, ESQUIRE
2601 South Bayshore Drive
Suite 1500
Miami, Florida 33133

THE UNDERSIGNED Incorporator, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.


JOSHUA FULLER, Incorporator

STATE OF NEW YORK)
COUNTY OF TOMPKINS)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared JOSHUA FULLER,

H 97000005834

H 97000005839

known to me to be the person described in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS MY HAND and official seal at Schenectady, New York this 8th day of April, 1997.

Shirley A. Nero
NOTARY PUBLIC
PRINT NAME SHIRLEY A. NERO
COMMISSION NO. 55-9820218
EXPIRATION DATE 2/28/99

SHIRLEY A. NERO
Notary Public, State of New York
No. 55-9820218
Qualified in Tompkins County
Term expires February 28, 1999

H 97000005839

H 97000005839

ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT

Pursuant to Section 48.091 and 607.037, Florida Statutes, the undersigned acknowledges and accepts the appointment as registered agent of INTERNET ADVERTISING CONCEPTS, INC., and agrees to act in that capacity and to comply with the provisions of the Florida General Corporation Act. The undersigned is familiar with, and accepts the obligations of, Section 607.325, Florida Statutes.

Date: April 8, 1997


Allen D. Fuller, Registered Agent

FILED
97 APR 10 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H 97000005839