

P 97000043626

Unicorn Constellation Directory
214 South Hale Avenue
Tampa, FL 33609

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 12 PM 2:18

May 9, 1997

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

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-05/12/97--01156--015
***122.50 ***122.50

As Incorporator, I submit the enclosed Articles of Incorporation for a new corporation to be named Unicorn Constellation Directory, Inc.

My check for \$122.50 is enclosed to cover filing fee, registered agent designation and a certified copy.

Please address all correspondence to the corporation's registered agent, Alan I. Dusowitz, at the address indicated on this letterhead.

Very truly yours,

Alan I. Dusowitz

Alan I. Dusowitz
Incorporator

Enclosures-2

D. BROWN MAY 16 1997

ARTICLES OF INCORPORATION
OF
UNICORN CONSTELLATION DIRECTORY, INC.

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I, the undersigned incorporator of this Corporation under Chapter 607, Florida Statutes, as amended, adopt the following Articles of Incorporation.

ARTICLE I

The name of this corporation is Unicorn Constellation Directory, Inc. The principle address of the corporation is 214 South Hale Avenue, Tampa, FL 33609.

ARTICLE II

The duration of this corporation shall be perpetual.

ARTICLE III

The general nature of the business to be conducted by this Corporation is to engage in the transaction of any and all lawful business for which a corporation may be incorporated pursuant to the laws of the State of Florida. Said corporation shall have all the corporate powers and authority permitted or allowed by the laws of the State of Florida to carry out the lawful business of the corporation.

ARTICLE IV

The total number of shares which the Corporation shall have authority to issue is Seven Thousand Five Hundred (7500) shares of common stock having a par value of one dollar (\$1.00) per share, which said capital stock shall be payable in lawful money of the United States of America, or in property, labor or services, at a valuation to be fixed by the Board of Directors, in a manner provided for by statute, and the stock issued shall be fully paid and non-assessable.

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

The initial registered agent and the street address of the initial registered agent of the Corporation is:

Alan I. Dusowitz
214 South Hale Avenue
Tampa, FL 33609

ARTICLE VI

The names and addresses for the first Board of Directors and Officers of the Corporation, who, subject to the provisions of the Certificate of Incorporation, By-laws of the Corporation, and the laws of the State of Florida, shall hold office for the first year of the existence of the corporation or until their successors are duly elected and qualified, are as follows:

Alan I. Dusowitz
214 South Hale Avenue
Tampa, FL 33609

President, Treasurer, Secretary,
Director

ARTICLE VII

The Board of Directors of this corporation shall conduct the business of the Corporation and shall be responsible for the management of the affairs of the Corporation. All decisions affecting the business or management of the Corporation shall be unanimous consent of the Board of Directors.

ARTICLE VIII

The name and address of the incorporator is:

Alan I. Dusowitz
214 South Hale Avenue
Tampa, FL 33609

ARTICLE IX

In the furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the Board of Directors are hereby authorized to adopt, alter, amend or repeal By-laws at their pleasure, so long as such By-laws are in accordance with the laws of the State of Florida.

This corporation reserves the right to amend, alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law, and all rights conferred on shareholders herein are granted subject to this reservation.

Dated this 9th day of May, 1997

Alan I. Dusowitz

Alan I. Dusowitz, Incorporator

ACCEPTANCE BY REGISTERED AGENT

By my signature below, I hereby accept in full the duties and responsibilities of registered Agent of Unicorn Constellation Directory, Inc.

Dated this 9th day of May, 1997,

Alan I. Dusowitz

Alan I. Dusowitz, Registered Agent

FL DL D232-004-56-043-0 I 10-04-91
X 2-3-98

State of Florida }
 } ss,

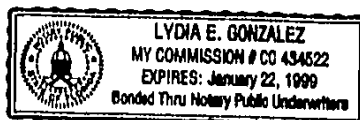
County of Hillsborough }

I HEREBY CERTIFY that on this day personally appeared before me, Alan I. Dusowitz, known to me to be the person described in, and who signed, the foregoing Articles of Incorporation, as Incorporator and Registered Agent, and he acknowledged before me that he signed the same for purposes therein expressed.

Witness my hand and official seal this 9th MAY 1997 in
the city of Tampa, County of Hillsborough, State of Florida.

Lydia E. Gonzalez
Notary Public

My Commission expires:



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