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BOONE & DAVIS, P.A.

2311 NORTH ANDREWS AVENUE
FORT LAUDERDALE, FLORIDA 33311

(954) 566-9919
FAX (954) 566-2680

EFFECTIVE DATE
7-23-97

MICHAEL S. DAVIS
ESLI MUCHNICK

July 23, 1997

OF COUNSEL
CHARLES FLAXMAN

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

RE: Our Client:
Our File Number:

Jeffrey Davis
CORP-97-06019

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-07/25/97--01040--024
****122.50 ****122.50

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation. Please file the original Articles and return to me one certified copy in the enclosed self-addressed stamped envelope provided herein. I am also enclosing our check in the amount of \$122.50 to file the above.

If you have any questions, please do not hesitate to call our office. Thank you for your anticipated cooperation.

Very truly yours,

BOONE & DAVIS, P.A.

Michael S. Davis

MSD:ddk

enclosure(s) (as noted)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 24 PM 12:46

AP
7-24-97

ARTICLES OF INCORPORATION

OF

WEBPROZ, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUL 24 PM 12:46

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:

WEBPROZ, INC.

EFFECTIVE DATE
7-23-97

The address of the principal office of this corporation shall be 9715 West Broward Boulevard, Plantation, FL 33324-0000, 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 or 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 100 shares valued at Ten (\$10.00) Dollars par value of common stock.

ARTICLE IV - REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2311 N. Andrews Avenue, Wilton Manors, FL 33311-0000, and the name of the initial registered agent of the corporation at that address is Michael S. Davis.

ARTICLE V - TERM OF EXISTENCE

This corporation shall exist perpetually commencing on the date of execution of these Articles.

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 one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Jeffrey Davis
10131 NW 10 Street
Plantation, FL 33322-6527

ARTICLE VII - INCORPORATOR

The name and address of the incorporator and the persons signing these Articles of Incorporation:

Michael S. Davis
2311 North Andrews Avenue
Wilton Manors, FL 33311-0000

IN WITNESS WHEREOF, I have made, subscribed and acknowledged these Articles of Incorporation at Broward County, Florida this 23rd day of July, 1997.



MICHAEL S. DAVIS

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

MICHAEL S. DAVIS, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



MICHAEL S. DAVIS

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SECRETARY OF STATE
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