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AREA FREEBIES  
PO BOX 150327  
ALTAMONTE SPRINGS, FL 32715-0327  
(407) 862-1904

August 14, 1997

Secretary of State  
Corporate Record Bureau  
PO Box 6327  
Tallahassee, FL 32314

500002269465  
08/18/97 01053-013  
500002269465-0132  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Articles of Incorporation


Dear Secretary:

Enclosed you will find check number 4362 in the amount of \$ 70.00 for the filing of our Articles of Incorporation for Area Freebies, Inc.

If there are any questions regarding this filing, I can be reached at 407/862-1904 between 9 am and 5 pm.

Thanking you in advance for your prompt attention.

Sincerely,

  
Cindy Anderson

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
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8-19-97  
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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ARTICLES OF INCORPORATION  
OF  
Area Freebies, Inc.

The undersigned subscribes to these Articles of Incorporation, each a natural person competent to contract, do hereby associate themselves together to form a corporation for profit under the laws of the State of Florida.

ARTICLE I NAME

The name of this corporation shall be Area Freebies, Inc.

ARTICLE II NATURE OF BUSINESS

The general character or nature of the business to be transacted by this corporation shall be to engage in any activity or business permitted under the laws of the United States and of Florida.

ARTICLE III POWERS

The powers of this corporation shall be the following:

- A. To have succession by its corporate name perpetually.
- B. To sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.
- C. To adopt and use a common seal and alter the same.
- D. To appoint such officers and agents as its affairs shall require and allow them suitable compensation.
- E. To adopt, change, amend, repeal By-Laws, not inconsistent with the law or its Certificate of Incorporation, for the exercise of its affairs and property, the transfer on its records of its stock or other evidence of interest or membership, and the calling and holding of meetings of its stockholders.
- F. To increase or diminish, by vote of its stockholders, shareholders or members, cast as the By-Laws may direct, the number of directors, managers or trustees, provided that the number shall never be less than that required by law.
- G. To make and enter into all contracts necessary and proper for the conduct of its business.
- H. To conduct business, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property and to buy, hold, mortgage, sell, convey or otherwise dispose of franchises in this State and in any of the several states, territories, possessions and dependencies of the United States, the District of Columbia and in foreign countries.
- I. To purchase the corporate assets of any other corporation and to engage in the same character of business.

J. To acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses or other rights of interests thereunder or herein.

K. To take, hold, sell and convey such property as may be necessary in order to obtain or secure payment of any indebtedness or liability of it.

L. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of this State or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership including the right to vote such stock.

M. To establish plans, such as but not limited to pension-profit sharing, wage continuation, group term, medical care and accident and health.

N. To request changes in the Certificate of Incorporation of the corporation at any time pursuant to law.

O. To purchase, hold, sell and transfer shares of its own capital stock, provided that it shall not purchase such capital except from the surplus of its assets over its liabilities including capital. Shares of its own capital stock owned by the corporation shall not be voted directly or indirectly or counted as outstanding stock outstanding stock for the purpose of any stockholder, quorum or vote.

P. To do all and everything necessary and proper for the accomplishment of the objects enumerated in its Certificate of Incorporation or necessary or incidental to the benefit and protection of the corporation and to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation whether or not such business is similar in nature to the objects enumerated in its Certificate of Incorporation.

Q. To contract debts and borrow money at such rates of interest not to exceed the lawful interest rate and upon such terms as it or its board of directors may deem necessary or expedient and shall authorize or agree upon, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness whether secured or unsecured, and execute such mortgages or the instruments upon or encumbering its property or credit to secure the payment of money borrowed by or owing by it, as occasion may require and the directors may deem expedient.

R. To make provisions in such instruments for transferring corporate property of every kind and nature then belonging to or thereafter acquired by such corporation, as security for any bonds, notes, debentures or other evidences of indebtedness issued or debts or sums of money owing by said corporation. In case of sale of any property by virtue of any such instrument or of any foreclosure the party acquiring title shall have the same rights, privileges, grants, franchises, immunities and advantages, in and by such instruments enumerated or conveyed, as belonged to and were enjoyed by the corporation executing the instrument or contracting the

debts.

S. To make gifts for education, scientific or charitable purposes.

T. To enter into general partnerships, limited partnerships (whether the corporation be limited or general partner), joint ventures, syndicates, pools, associations and other arrangements for carrying on one or more of the purposes set forth in the Articles of Incorporation, jointly or in common with others, so long as the particular corporation, person or association would have the power to do so alone.

U. To indemnify any person made a party to an action by or in the right of the corporation to procure a judgment in its favor by reason of being or having been a director or officer of the or any other corporation which he served as such at the request of the corporation, against the reasonable expenses including attorney's fees, actually and necessarily incurred by him in connection with the defense of or settlement of such action, or in connection with an appeal therein, except in relation to matters as to which such director or officer is adjudged to have been guilty of the negligence or misconduct in the performance of his duty to the corporation.

V. To indemnify any person made a party to an action, suit, or proceeding other than one by or in the right of the corporation to procure a judgment in its favor, whether civil or criminal, brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in this capacity of director or officer of the corporation, or of any other corporation which he served as such at the request of the corporation, against judgments, fines, amounts paid in settlements and reasonable expenses including attorney's fees, actually and necessarily incurred as a result of such actions, suits, or proceeding or any appeal therein if such director or officer acted in good faith in the reasonable belief that such action was in the best interest of the corporation and in criminal actions or proceeding, without reasonable ground for belief that such action was lawful. The termination of any such civil or criminal action, suit or proceeding by judgment, settlement, conviction or upon a plea of nolo contendere shall not in itself create a presumption that any such director or officer did not act in the good faith in the reasonable belief that such action was in the best interest of the corporation or that he had reasonable ground for belief that such action was unlawful.

W. To have in addition any and all powers as now are and/or hereafter conferred upon it by law.

X. To change the initial street address in this State of the principal office from time to time pursuant to the By-Laws and without necessity of amending the Certificate of Incorporation.

Y. Each and every foregoing clause shall be construed as a purpose, an object and as a power: and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict any other power granted or implied by law.

#### ARTICLE IV INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall not be less than \$500.00.

#### ARTICLE V CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have on hand at any time is 100,000 shares of common stock, each having a par value of Ten (\$.10) Cents.

#### ARTICLE VI ADDRESS AND RESIDENT AGENT

The address of the principal and registered office of the corporation is 540 State Road 434, PO Box 150327, Altamonte Springs, Florida 32715-0327, and the Resident Agent for the acceptance of the service upon the corporation is Cindy Anderson, 540 State Road 434, PO Box 150327, Altamonte Springs, Florida 32715-0327. Cindy Anderson, having been so named as Resident Agent for the corporation, does hereby accept to act in the capacity of such and agrees to comply with the provisions relating to Resident Agents in the Florida Statutes, specifically relating to keeping open said office, by signing these Articles herein hereunder.

#### ARTICLE VII DIRECTORS

The corporation shall not have less than the minimum number of directors required by law nor more than nine (9). The number may be increased or diminished as is authorized in the By-Laws.

#### ARTICLE VIII INITIAL DIRECTORS AND SUBSCRIBERS

The names and addresses of the first board of directors and the initial subscribers to these Articles are as follows:

Cindy Anderson, 540 State Road 434  
PO Box 150327  
Altamonte Springs, FL 32715-327

#### ARTICLE IX EFFECTIVE DATE AND TERM OF EXISTENCE

These Articles shall be effective and the corporation shall begin existence at the time of subscription hereto and acknowledge hereof, provided that all the requirements of the law are met. This corporation shall have perpetual existence.

#### ARTICLE X AMENDMENT

These Articles may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the stockholders and then approved by the stockholders' meeting by a majority of the stock entitled to vote therein, unless all the directors and stockholders sign a writ of consent manifesting their intention that a certain amendment of these Articles be made.

ARTICLE XI GENERAL PROVISION

A. Unless otherwise stated in the By-Laws, every stockholder who has the right to vote, shall have the right to vote in person or by proxy.

B. Unless otherwise provided in the By-Laws, no stockholder shall have a pre-emptive right to purchase his pro-rata share of new stock.

C. Unless otherwise provided by and in the By-Laws, cumulative voting shall not be permitted.

IN WITNESS WHEREOF, We, the undersigned, have set our hands and seals to these Articles of Incorporation for Area Freebies, Inc. and acknowledge the same under the Laws of The State of Florida, this 14 day of Aug, 1997. I am hereby familiar with and accept the responsibilities and duties as registered agent of said corporation.

Cindy Anderson (SEAL)  
Cindy Anderson/Registered agent

7536-104-48-661

STATE OF FLORIDA       )  
                                  )ss  
COUNTY OF SEMINOLE   )

I HEREBY CERTIFY THAT on this day, before me, a Notary Public duly authorized in the state and county named above take acknowledgement, personally appeared Cindy Anderson, to me be known to be the person(s) described as subscriber(s) in and who executed the foregoing Articles of Incorporation, and acknowledge before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above this 14 day of Aug, A.D. 1997.

Carolyn S. Blout (SEAL)  
Notary Public

My commission expires:



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DIVISION OF CORPORATIONS  
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