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DIANE K. SOMMERER, P.A.

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SUITE 225  
CORAL SPRINGS, FLORIDA 33065  
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August 28, 1997

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

Dear Sirs:

Enclosed are articles of incorporation for ipage.com, inc., a for-profit corporation for filing. Also enclosed is a check for \$122.50 to cover the filing, registered agent and certified articles. Please call my office if there are any questions. Thank you.

Very truly yours,

  
Diane K. Sommerer

DKS/wp  
Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
ipage.com, Inc.**

THE UNDERSIGNED has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I. The name of this corporation shall be:

**ipage.com, inc.**

ARTICLE II. This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III. The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all things herein mentioned, as fully and to the same extent as natural persons might do, viz:

(1) Transact any and all lawful business, including without limitation, creating, licensing, selling, operating or otherwise dealing in intellectual property in the field of communications.

(2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute S607.141;

This document prepared by: Diane K. Sommerer, Esq.  
3300 University Drive, Suite 225  
Coral Springs, Florida 33085  
Florida Bar No. 340049

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To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States of America or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real personal property as a security of payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and to fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, or administration;

To make donations for public welfare or for charitable, scientific, or educational purposes;

To transact any lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any and all its directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of fact that he is or was a director, officer, employee, or agent of the corporation to the full extent as permitted by Florida Statute S607.014;

**ARTICLE IV.** The aggregate number of shares which this corporation shall have authority to issue is the total sum of one thousand (1000) shares, having an individual par value of one dollar (\$1.00). Unless otherwise stated in these articles there shall only be one (1) class of stock in this corporation.

**ARTICLE V.** The principal office and mailing address of the corporation, the street address of the initial registered office and the name of the initial registered agent of this corporation shall be:

John Sommerer & Company, P.A.  
3300 University Drive  
Coral Springs, Florida 33065

By its signature hereto as incorporator, registered agent warrants that it is familiar with and accepts the duties and responsibilities as registered agent for said corporation.

ARTICLE VI. The initial board of directors shall consist of a total of two person(s) and the name and address of the person(s) who are to serve as initial director(s) is:

John Sommerer  
9501 N.W. 44th Place  
Coral Springs, Florida 33065

Lance F. DiNonno  
10840 N.W. 40th Street  
Coral Springs, Florida 33065

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ARTICLE VII. The name and address of the incorporator executing these Articles of Incorporation is:

John Sommerer & Company, P.A.  
1881 University Drive  
Coral Springs, Florida 33071

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this twenty-sixth day of August, 1997.

John Sommerer & Company, P.A.

By:   
John Sommerer


STATE OF FLORIDA     )  
                                      )  
COUNTY OF BROWARD )

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared John Sommerer, known to me and known by me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 28 th day of August, 1997



BARBARA O'DELL  
COMMISSION # CC 66097  
EXPIRES JUL 1, 2001  
BONDED THRU  
ATLANTIC BONDING CO., INC.

  
Notary Public - State of Florida at Large