

Charter Number Only

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Requestor's Name  
Address  
City State ZIP Phone

**BROWN**

ATION ONLY

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-08/26/97--01042--010  
\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

**Florida Professionals ONLINE, INC**



Empire Toll Free: 1-800-432-3028

**89717-31704**

**SEP 11 PM 12:18**  
**FLORIDA DEPT. OF STATE**  
**TALLAHASSEE, FLORIDA**

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reservation	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> After 4:30
<input type="checkbox"/> Walk In	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> Mail Out
<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up	

Name	
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

**Certified Copy**



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 26, 1997

EMPIRE

TALLAHASSEE, FL

SUBJECT: FLORIDA PROFESSIONALS ONLINE, INC.  
Ref. Number: W97000019740

We have received your document for FLORIDA PROFESSIONALS ONLINE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

I certify from the records of this office that FLORIDA PROFESSIONALS ONLINE, INC. filed a Certificate of Designation of Registered Agent on August 26, 1997, designating as agent to accept service of process, pursuant to section 607.0505, Florida Statutes.

The document number of this entity is W97000019740.

Please return the original and one copy of 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 (850) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 897A00042927

RECEIVED  
SEP 11 11:17

# ARTICLES OF INCORPORATION

Florida PROFESSIONALS ONLINE, INC

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

## ARTICLE I - CORPORATE NAME

The name of the corporation is:

FLORIDA PROFESSIONALS ONLINE, INC

## ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

## ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

## ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1,000 ONE THOUSAND shares ( 1,000 of \$2.5 Dollar(s) (\$ 2.5 ) par value Common Stock, which shall be designated "Common Shares".

## ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME <u>DEANISE DOWNS</u>			
ADDRESS <u>3300 UNIVERSITY DR. SUITE 306</u>			
CITY <u>CORAL SPRINGS</u>	FLORIDA <u>FL</u>	ZIP <u>33065</u>	

The principal office, if known, or the mailing address of the corporation is:

NAME <u>FLORIDA PROFESSIONALS ONLINE, INC</u>			
ADDRESS <u>1366 NW 112TH TERRACE SUITE 200</u>			
CITY <u>CORAL SPRINGS</u>	FLORIDA <u>FL</u>	ZIP <u>33071</u>	

# ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>RON DONOFRIO</u>		
ADDRESS	<u>1366 NW 112TH TERRACE SUITE 200</u>		
CITY	<u>CORAL SPRINGS</u>	STATE <u>FL.</u>	ZIP <u>33071</u>
NAME	<u>PHIL CUCCI</u>		
ADDRESS	<u>3300 UNIVERSITY DRIVE SUITE 201</u>		
CITY	<u>CORAL SPRINGS</u>	STATE <u>FL.</u>	ZIP <u>33065</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

# ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<u>RON DONOFRIO</u>		
ADDRESS	<u>1366 NW 112TH TERRACE SUITE 200</u>		
CITY	<u>CORAL SPRINGS</u>	STATE <u>FL.</u>	ZIP <u>33071</u>
NAME	<u>PHIL CUCCI</u>		
ADDRESS	<u>3300 UNIVERSITY DRIVE SUITE 201</u>		
CITY	<u>CORAL SPRINGS</u>	STATE <u>FL.</u>	ZIP <u>33065</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 25<sup>TH</sup> day of AUGUST, 1997.

Ron Donofrio X Ron Donofrio (Seal)  
Phil Cucci X Phil Cucci (Seal)  
Phil Cucci X Phil Cucci (Seal)

CERTIFICATE AND KNOWLEDGEMENT  
OF REGISTERED AGENTCERTIFICATE OF REGISTERED AGENT  
OF

FLORIDA PROFESSIONALS ONLINE, INC.  
(name of corporation)

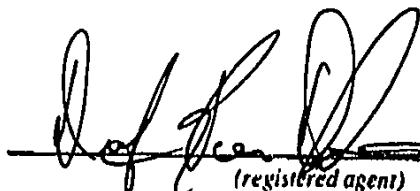
Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:  
The above corporation, desiring to organize under the laws of the State of Florida with  
its registered office as indicated in the Articles of Incorporation

at 1366 NW 112TH TURN.  
SUITE 200 CORAL SPRINGS, FL 33071

has named DENISE ROSENTHAL DONDRIE  
located at the aforesaid address, as its Registered Agent to accept service of process within  
this state.

## ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated  
corporation at the place designated in this certificate, and being familiar with the obliga-  
tions of that position, I hereby accept to act in this capacity, and agree to comply with the  
provisions of Florida Law in keeping open said office.

  
(registered agent)

FILED  
97 SEP 11 PM 9:08  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA