

P97000088991



THE UNITED STATES
CORPORATION
COMPANY

RECEIVED

97 OCT 15 PM 12:10

ACCOUNT NO. : 072100000032

REFERENCE : 565378 4303929

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 122.50

ORDER DATE : October 15, 1997

ORDER TIME : 11:15 AM

ORDER NO. : 565378-005

700002320997--9

CUSTOMER NO: 4303929

CUSTOMER: Ms. Sheryl C. Vainstein
GREENBERG TRAUIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
21st Floor
1221 Brickell Avenue
Miami, FL 33131-3238

DOMESTIC FILING

NAME: DEZINES WEB HOSTING
CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX (1) CERTIFIED COPY
XX (1) PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: _____

FILED
97 OCT 15 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SN OCT 15 1997.

**ARTICLES OF INCORPORATION
OF
DEZINES WEB HOSTING CORPORATION**

FILED
97 OCT 15 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is **DEZINES WEB HOSTING CORPORATION** (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is c/o Oscar Levin, 1221 Brickell Avenue, Suite 2300, Miami, Florida 33131.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

| <u>Number of Shares Authorized</u> | <u>Par Value Per Share</u> | <u>Class of Stock</u> |
|---|---------------------------------------|----------------------------------|
| 1,000 | \$ 1.00 | Common |

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the shares entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida 32301, and the name of its initial registered agent at such office is Corporation Service Company.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one, and the name and address of the member of the initial Board of Directors, who will

serve as the Corporation's director until successors are duly elected and qualified is:

Nathalie Vaizer
c/o Oscar Levin
1221 Brickell Avenue, Suite 2300
Miami, Florida 33131

ARTICLE VII

The name of the Incorporator is Oscar Levin and the address of the Incorporator is 1221 Brickell Avenue, Suite 2300, Miami, Florida 33131.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 14th day of October, 1997.



Oscar Levin

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of DEZINES WEB HOSTING CORPORATION accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505 this ____ day of October, 1997.

Corporation Service Company


By: Karen Rozar, as Agent

FILED
97 OCT 15 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA