

P97000108847

December 15, 1997

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL.32314

200002384532--2
-12/29/97--01096--014
*****70.00 *****70.00

SUBJECT: BOCA.COM, INC.

Enclosed is an original and two (2) copies of the articles of incorporation and our check for \$70.00

Thank you,



Sanford M. Stein
7604 Mandarin Dr.
Boca Raton, Fl. 33433

FILED
97 DEC 29 PM 4: 07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1 TUM-12/30/97

ARTICLES OF INCORPORATION
OF
BOCA.COM, INC.

FILED
97 DEC 29 PM 4:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: BOCA.COM, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be: 7604 Mandarin Drive, Boca Raton, Fl. 33433.

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000.

ARTICLE IV

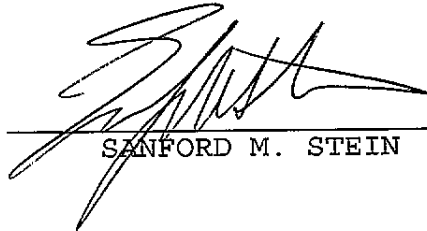
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: Sanford M. Stein, 7604 Mandarin Drive, Boca Raton, Florida 33433.

ARTICLE V INCORPORATOR(S)

The name and street address of the incorporator to these Articles of Incorporation is: Sanford M. Stein, 7604 Mandarin Drive, Boca Raton, Florida 33433.

The undersigned incorporator has executed these Articles of Incorporation this 15th day of December 1997.



SANFORD M. STEIN

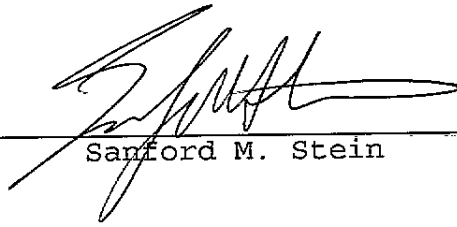
CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is BOCA.COM, INC.
2. The name and address of the registered agent and office is:

Sanford M. Stein
7604 Mandarin Drive
Boca Raton, Florida 33433

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Sanford M. Stein

December 15, 1997

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TALLAHASSEE, FLORIDA