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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
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NAME: CUPID'S CHOICE, INC.

AUDIT NUMBER.....H98000000350

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

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**ARTICLES OF INCORPORATION OF  
CUPID'S CHOICE, INC.**

**ARTICLE I. NAME**

The name of this corporation shall be: Cupid's Choice, Inc.

**ARTICLE II. COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Secretary of State. This corporation's duration shall be perpetual.

**ARTICLE III. PURPOSE**

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of the State of Florida and the United States of America.

**ARTICLE IV. CAPITAL STOCK**

This corporation shall have the authority to issue 100 par common value shares of common capital stock.

**ARTICLE V. PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

Hodkin & Ostrow, P.A.  
2455 Hollywood Bd. Suite 201  
Hollywood, FL 33020; Telephone: (954) 453-1133  
Florida Bar No. 121452

Articles of Incorporation for Cupid's Choice

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**ARTICLE VI. TRANSFER RESTRICTIONS**

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation, at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

**"These Shares Are Held Subject To Certain Transfer Restrictions  
Imposed By This Corporation's Articles of Incorporation, A Copy  
Of Which Is On File At This Corporation's Principal Office."**

**ARTICLE VII. INITIAL BOARD OF DIRECTORS**

The number of directors on this corporation's Initial Board of Directors shall be two (2). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board of Directors are:

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Terri H. Arnold, 18401 Biscayne Boulevard, Apartment #705, Aventura, Florida 33160 and Christine H. Jaffe, 18401 Biscayne Boulevard, Apartment #705, Aventura, Florida 33160.

**ARTICLE VIII. INDEMNIFICATION**

This corporation shall indemnify any officer, director, employee, or agent, to the full extent permitted by law.

**ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT**

The address of the corporation's principal office and the address of this corporation's initial registered office shall be: 2455 Hollywood Boulevard, Suite #106, Hollywood, Florida 33020.

The name of the individual who shall serve as this corporation's initial registered agent at that address is Terri H. Arnold.

**ARTICLE X. INCORPORATOR**

The name and address of the individual who shall serve as this corporation's incorporator is:

Terri H. Arnold, 18401 Biscayne Boulevard, Apartment #705, Aventura, Florida 33160.

**ARTICLE XI. AMENDMENT**

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

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Terri H. Arnold  
TERRI H. ARNOLD, Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of Cupid's Choice, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Cupid's Choice, Inc.

Terri H. Arnold  
TERRI H. ARNOLD, Registered Agent

State of Florida  
County of Broward

On January 7, 1998, Terri H. Arnold, designated above as the individual who shall serve as this corporation's initial registered agent and incorporator, personally appeared before me and signed and acknowledged signing these Articles of Incorporation of Cupid's Choice, Inc.

Michele J. Hodkin  
NOTARY PUBLIC

My Commission Expires on:



MICHELE J. HODKIN  
My Comm Exp. 12/07/98  
Bonded By Service Inc  
No. CC425931  
Notary Public

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