

P98000052653

WEBCAFE, CORP.  
2755 E. OAKLAND PK BLVD.  
SUITE 100  
FT. LAUDERDALE FL 33306

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-05/10/98-01038-027  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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NEW FILINGS	
<input type="checkbox"/>	Profit
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED  
98 JUN 10 PM 1:59  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Examiner's Initials

6-12-98  
mm

**ARTICLES OF INCORPORATION  
OF  
WEBCAFE, CORP.**

**FILED**  
98 JUN 10 PM 1:59  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLE I.  
CORPORATE NAME**

THE NAME OF THIS CORPORATION SHALL BE:

WEBCAFE, CORP.

**ARTICLE II.  
PRINCIPAL OFFICE AND MAILING ADDRESS**

THE PRINCIPAL OFFICE AND MAILING ADDRESS OF THE CORPORATION IS:

2755 E. OAKLAND PARK BLVD.  
SUITE 100  
FORT LAUDERDALE, FL 33306

**ARTICLE III.  
NATURE OF CORPORATE BUSINESS**

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND UNDER THE LAWS OF THE STATE OF FLORIDA.

**ARTICLE IV.  
CAPITAL STOCK**

THE CORPORATION IS AUTHORIZED TO ISSUE A MAXIMUM OF ONE THOUSAND (1000) SHARES OF CAPITAL STOCK WHICH WILL CONSIST OF ONE THOUSAND (100) SHARES OF COMMON STOCK. ALL SHARES OF CAPITAL STOCK SHALL HAVE NO PAR VALUE PER SHARE. THE CONSIDERATION TO BE PAID FOR EACH SHARE OF CAPITAL STOCK SHALL BE FIXED BY THE BOARD OF DIRECTORS.

**ARTICLE V.  
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

THE CORPORATION'S INITIAL REGISTERED AGENT AND REGISTERED OFFICE IN THE STATE OF FLORIDA SHALL BE:

**NAME:**  
DARLENE A. ELIA

**ADDRESS:**  
2755 E. OAKLAND PARK BLVD.  
SUITE 100  
FORT LAUDERDALE, FL 33306



**ARTICLES OF INCORPORATION  
WEBCAFE, CORP.  
PAGE 2**

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**ARTICLE VI.  
BOARD OF DIRECTORS**

THE NUMBER OF DIRECTORS MAY BE ALTERED FROM TIME TO TIME BY THE BYLAWS ADOPTED BY THE SHAREHOLDERS. HOWEVER, THE CORPORATION SHALL HAVE NO LESS THAN ONE (1) DIRECTOR AT A TIME.

**ARTICLE VII.  
INITIAL DIRECTOR**

THE NAME AND POST OFFICE ADDRESS OF THE INITIAL DIRECTOR OF THE CORPORATION IS :

**NAME:**  
PATRICIA M. PEREIRA

**ADDRESS:**  
2755 E. OAKLAND PARK BLVD.  
SUITE 100  
FORT LAUDERDALE, FL 33306

**ARTICLE VIII.  
INITIAL OFFICERS**

THE INITIAL OFFICERS SHALL BE ELECTED AT THE FIRST BOARD OF DIRECTORS MEETING.

**ARTICLE IX.  
INCORPORATOR**

THE NAME AND POST OFFICE ADDRESS OF THE INCORPORATOR EXECUTING THESE ARTICLES OF INCORPORATION IS AS FOLLOWS:

**NAME:**  
DARLENE A. ELIA

**ADDRESS:**  
2755 E. OAKLAND PARK BLVD.  
SUITE 100  
FORT LAUDERDALE, FL 33306

**ARTICLE X.  
INDEMNIFICATION**

THE OFFICERS AND DIRECTORS OF THE CORPORATION ARE HEREBY INDEMNIFIED BY THE CORPORATION FOR THEIR ACTS TO THE FULLEST EXTENT AS PROVIDED FOR THE FLORIDA STATUTE 607.0850.



**ARTICLES OF INCORPORATION  
WEBCAFE, CORP.  
PAGE 3**

**ARTICLE XI.  
COMMENCEMENT DATE**

CORPORATE EXISTENCE WILL COMMENCE ON THE DATE OF THE FILING OF THESE ARTICLES OF INCORPORATION.

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION TO DO BUSINESS WITHIN THE STATE OF FLORIDA, DOES MAKE AND FILE THESE ARTICLES OF INCORPORATION, HEREBY DECLARING AND CERTIFYING THAT THE FACTS STATED ARE TRUE.

BY: Darlene A. Elia  
DARLENE A. ELIA  
INCORPORATOR / REGISTERED AGENT

**ACKNOWLEDGMENT**

STATE OF FLORIDA      )  
                                  )SS:

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 06 DAY OF JUNE 1998, DARLENE A. ELIA BY WHO IS PERSONALLY KNOWN TO ME AND WHO DID TAKE AN OATH.

NOTARY PUBLIC. [Signature]

MY COMMISSION EXPIRES:



"OFFICIAL SEAL"  
Camilo Pereira  
My Commission Expires 4/10/00  
Commission #CC 452000

**REGISTERED AGENT ACCEPTANCE**

THE UNDERSIGNED HEREBY ACCEPTS THE FOREGOING DESIGNATION AS INITIAL REGISTERED AGENT AND AGREES TO COMPLY WITH THE PROVISIONS OF THE LAW APPLICABLE TO SAID DESIGNATION.

Darlene A. Elia  
DARLENE A. ELIA  
2755 E. OAKLAND PARK BLVD.  
SUITE 100  
FORT LAUDERDALE, FL 33306

[Signature]