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TRANSMITTAL LETTER

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

700002648527--9
-09/24/98--01095--009
*****78.75 *****78.75

SUBJECT: Ocean Media Group, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Alex Simmons
Name (Printed or typed)

6860 Golfport Blvd. S. #354
Address

St. Pete FL 33707
City, State & Zip

(727) 866-2250
Daytime Telephone number

FAX (727) 864-465

NOTE: Please provide the original and one copy of the articles.

98 OCT -7 AM 9:15
FILED
TALLAHASSEE FLORIDA
SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 25, 1998

ALEX SIMMONS
6860 GULFPORT BLVD S.
#354
ST. PETE, FL 33707

SUBJECT: OCEAN MEDIA GROUP, INC.
Ref. Number: W98000022042

We have received your document for OCEAN MEDIA GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

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) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 298A00048437

**Articles of Incorporation
of
Ocean Media Group, Inc.**

The undersigned natural person (s), of the age of 21 or more, acting to form a Subchapter S corporation under Chapter 607 of the laws of FLORIDA, do hereby state the following:

ARTICLE I:

- (a) The name of the corporation shall be OCEAN MEDIA GROUP, INC.
- (b) The duration of the corporation will be perpetual.

ARTICLE II:

The address of the initial registered of the corporation is 6860 GULFPORT BOULEVARD SOUTH, SUITE 354, ST. PETERSBURG, FLORIDA 33707 and the name of the initial registered agent at such address is ALEX SIMMONS.

ARTICLE III:

The purpose for which the corporation is organized shall be to practice PUBLISHING, GRAPHIC DESIGN, AND INTERNET SITE PREPARATION; and to invest its funds in real estate, mortgages, stocks, bonds, or any other type of investment, or to own real or personal property necessary for the conduct of the business of the corporation; and to perform such acts, conduct, and lawful business as may be permitted by the statutes governing Subchapter S corporations in this state.

ARTICLE IV:

The total number of shares of stock which the corporation is authorized to have outstanding is 60, defined as follows:

<u>Class</u>	<u>No. Shares</u>	<u>Par Value</u>
Common	60	No Par

The amount of stated capital with which the corporation shall begin business is \$1,000.00.

ARTICLE V:

The names and addresses of the persons who are to act as incorporators are as follows:

<u>Name</u>	<u>Address</u>
<u>ALEX SIMMONS</u>	<u>6860 GULFPORT BOULEVARD SOUTH, ST. PETERSBURG, FL 33707</u>

ARTICLE VI:

The number of directors constituting the initial board of directors is ONE, and the name (s) and address(es) of the person(s) who will serve as directors until the first annual meeting of shareholders or until their successors are elected are:

ALEX SIMMONS 6860 GULFPORT BOULEVARD SOUTH, ST. PETERSBURG, FL 33707

ARTICLE VII:

The following provisions are hereby adopted for the purpose of defining and regulating the authority of the corporation and of its stockholders, directors, and officers:

1. The original bylaws of the corporation shall be the bylaws proposed and passed the initial meeting of the incorporators and adopted by the board of directors. additional bylaws and amendments to the current bylaws shall be voted upon at the annual meeting of stockholders; interim bylaws and amendments may be enacted by the board of directors, subject to ratification by

the stockholders at the next annual meeting, but shall be in force until such ratification or rejection.

2. Any shareholder who for any reason shall have Corporation stock to sell shall offer these shares to all other shareholders and to the Corporation, at a price determined by the Stockholder Agreement, and shall accept any offer of purchase under such Agreement before offering the stock to persons outside the corporation.
3. Unscheduled meetings of the Directors may be called without advance notice by any Director or Officer of the Corporation, provided that a quorum of Directors agrees to the meeting and signifies waiver of notice by attendance at the meeting.
4. Business of the Corporation may be conducted without calling a meeting, provided that the action is submitted in writing to a quorum of Directors, whose signature to the action shall constitute a waiver of meeting and the same approval as a vote cast in person at a regular meeting.
5. The Corporation alone shall hold the power to assign the duties and service of its employees, both regular and temporary, including employees substituting in an emergency or other unforeseen contingency.

I, the undersigned, being all the Incorporator(s) of the professional corporation identified above, declare that we have examined the foregoing this 8 day of 9, 1998, and do declare it to be true and correct.

Name

Address

(Signed)

Alex Simmons



State of

FL

, County of

Pinellas

THIS IS TO CERTIFY that on this date Sept. 8, 1998 before
me, a notary public, personally appeared Alex Simmons
who I am satisfied are the persons named as incorporators and executors of the foregoing Articles of
Incorporation, and who by their respective signatures in my presence have acknowledged the same as
their voluntary act.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal on the date
given above.

Debra Henson
Notary Public

My commission expires:

*Notary for Alex Simmons
for Articles of incorporation
of Ocean Media Group*



Alex E. Simmons
6860 Gulfport Boulevard South
Suite 354
St. Petersburg, Florida 33707

Re: Ocean Media Group, Inc.

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.



Alex Simmons
6860 Gulfport Blvd. S. #354

Oct. 5, 1998

Date

FILED
98 OCT -7 AM 9:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA