

P980000 99104

TRANSMITTAL LETTER

November 19, 1998

Alexander Szlegr
2067 Forest Gate Drive East
Jacksonville, Florida 32246

Florida Department of State
Division of Corporations
P.O. BOX 6327
Tallahassee, Florida 32314

EFFECTIVE DATE
11-27-98

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-11/23/98--01012--012
*****78.75 *****78.75

SUBJECT: Modern Male, Inc.

Enclosed are an original and 1 copy of the Articles of Incorporation for the Subject Corporation and a check in the amount of \$78.75.

Thank you for your assistance.

Sincerely,

Alexander Szlegr, Incorporator
2067 Forest Gate Drive East.
Jacksonville, Florida 322460
Phone (904) 220-5620

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 23 AM 10:47

B. BROOK NOV 25 1998

ARTICLES OF INCORPORATION
OF
MODERN MALE, INC.

The undersigned Incorporator desiring to form a Corporation in accordance with Chapter 607 of the Florida Statutes and adopt the following Articles of Incorporation.

I. NAME

The name of the corporation shall be Modern Male, Inc.

EFFECTIVE DATE
11-27-98

II. PURPOSE

The purpose of the corporation is to engage in the business of the sale, marketing, publishing and development of Men's health, fashion, and fitness magazines, and sales of health, fashion and fitness products and services, including but not limited to the sale, marketing and development of the World Wide Web sites designated "modernmale.com" and "modernmale.net", and the transaction of any all lawful business for which corporation may be incorporated under the Florida Business Corporation Code.

III. DURATION

The term of the existence of the Corporation shall be perpetual. The corporation shall be authorized to do business as of November 27, 1998

IV. CAPITAL STOCK

The number of shares of stock that the Corporation is authorized to have outstanding is 1,000,000. There shall be one category of stock.

V. CAPITAL

The amount of stated capital which the Corporation shall begin business with is \$100.00

VI. PRINCIPAL OFFICE OR PLACE OF BUSINESS

The principal office or place of business is:

Modern Male, Inc.
2067 Forest Gate Drive East
Jacksonville, Florida 32246

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VII. REGISTERD OFFICE AND REGISTERED AGENT

The initial registered agent and the address of the initial registered office of the Corporation in this State is:

Thomas Moilanen
1258 St. John's Bluff Rd
Jacksonville, Florida 32225

VIII. INCORPORATOR

The name and post office address of the Incorporator is:

Alexander Szlegr
2067 Forest Gate Drive East
Jacksonville, Florida 32246

IN WITNESS WHEREOF, I have hereunto subscribed my name this 19th day of November, 1998.



Alexander Szlegr
Incorporator

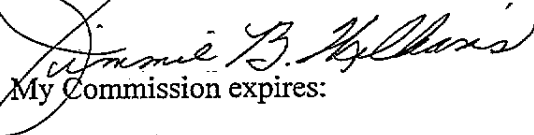
STATE OF FLORIDA

SS:

COUNTY OF DUVAL

ON THIS DAY, before me, an officer duly authorized to administer oaths and take acknowledgments in the County and State aforesaid, personally appeared Alexander Szlegr who is well known to be Incorporator described herein and who executed the foregoing Articles of Incorporation of Modern Male, Inc and that he executed the same as such Incorporator for the purposes herein expressed.

WITNESS my hand and official seal at Jacksonville, Florida on this 19th day of November 1998.


My Commission expires:




Jimmie B. Williams
MY COMMISSION # CC565358 EXPIRES
August 13, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

**CERTIFICATE DESIGNATION PLACE OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING REGISTERED AGENT UPON
WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

First, that Modern Male, Inc., is desiring to organize under the Laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at, 2067 Forest Gate Drive East, Jacksonville, Florida 32246 has named Thomas Moilanen as its agent to accept service process within this State.

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with provisions of said Act relative to keeping open said office.


Thomas Moilanen
REGISTERED AGENT

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