

PA8000104375



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 065262 97981A

AUTHORIZATION :

*Patricia Pignatelli*

COST LIMIT : \$ 78.75

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC 15 PM 4:42

ORDER DATE : December 15, 1998

ORDER TIME : 11:11 AM

ORDER NO. : 065262-005

CUSTOMER NO: 97981A

100002713071--4

CUSTOMER: Ms. Elizabeth F. Schwartz  
CROCKETT & CHASEN, P.A.  
CROCKETT & CHASEN, P.A.  
Suite 338  
420 Lincoln Road  
Miami Beach, FL 33139

DOMESTIC FILING

NAME: THE STOCKMARKET CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

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*8 12/15/98*

**ARTICLES OF INCORPORATION  
OF  
THE STOCKMARKET CORP.**

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**I**

**NAME**

The name of the Corporation is: THE STOCKMARKET CORP.

**II**

**PERPETUAL EXISTENCE**

This Corporation shall exist perpetually unless sooner dissolved according to law, commencing on the date and time of filing of the Articles of Incorporation by the Department of State, unless otherwise stated below.

**III**

**PURPOSE AND POWERS**

This Corporation is organized for the purpose of transacting any or all lawful business and shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**IV**

**CAPITAL STOCK**

This Corporation is authorized to issue 200 shares of common stock having no par value.

**V**

**PRINCIPAL OFFICE AND INITIAL REGISTERED OFFICE AND AGENT**

The street address of the principal office of the corporation is 120 Jefferson Ave., # 12022, Miami Beach, FL 33139. The registered agent is Cherie Watters, whose address is 120 Jefferson Ave., # 12022, Miami Beach, FL 33139.

## **VI**

### **INITIAL BOARD OF DIRECTORS**

This Corporation shall have one (1) Director initially. The number of Directors may be increased from time to time as provided in the By-laws. The manner in which the directors are to be elected or appointed is as stated in the By-Laws. The name and address of the initial Director of this Corporation is Cherie Watters, 120 Jefferson Ave., # 12022, Miami Beach, FL 33139.

## **VII**

### **INCORPORATORS**

The name and address of the person signing these Articles of Incorporation is Cherie Watters, 120 Jefferson Ave., # 12022, Miami Beach, FL 33139.

## **VIII**

### **EXECUTIVE COMMITTEE**

The Board of Directors may, by resolution, designate one or more of their number to substitute an Executive Committee, who, to the extent provided in such resolution, or in the By-laws of the Corporation, shall have and may exercise the powers of the Board of Directors. The Board of Directors may, by resolution, discontinue the Executive Committee or change the members thereof at any time.

## **IX**

### **INDEMNIFICATIONS**

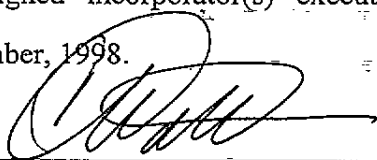
The Corporation shall indemnify any officer or director or any former officer or director or member of the Executive Committee or any shareholder to the full extent permitted by law.

X

AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any rights conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator(s) executed these Articles of Incorporation this \_\_\_\_\_ day of November, 1998.

  
\_\_\_\_\_  
CHERIE WATTERS  
Incorporator

STATE OF FLORIDA        )  
                                  )    SS:  
COUNTY OF DADE    )

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Cherie Watters, who produced a Florida Driver's License as identification and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 8 day of Dec, 1998.

  
\_\_\_\_\_  
Notary Public, State of Florida

My commission expires:

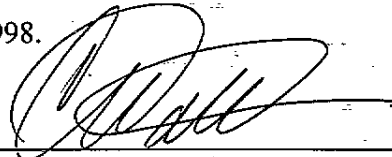


JERRY SIMON CHASEN  
COMMISSION # CC695555  
EXPIRES DEC. 8, 2001  
BONDED THRU  
ATLANTIC BONDING CO., INC.

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of THE STOCKMARKET CORP.,  
the undersigned accepts such appointment and agrees to act in such capacity.

Dated this \_\_\_\_\_ day of November, 1998.



\_\_\_\_\_  
CHERIE WATTERS  
Incorporator

J:/MyDocs/WattersInc.

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