

P98000106703



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 078019 7135588

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : December 23, 1998

ORDER TIME : 3:34 PM

ORDER NO. : 078019-005

CUSTOMER NO: 7135588

CUSTOMER: Mr. Nicholas M. Daniels
THERREL BAISDEN, P.A.
THERREL BAISDEN, P.A.
Suntrust International Center
One S.e. 3rd Ave. Suite 2400
Miami, FL 33131

700002721377--9

DOMESTIC FILING

NAME: YOURBBS.COM, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

EFFECTIVE DATE

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

12-22-98

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Lamm

EXAMINER'S INITIALS:

Dmc
12/24/98

FILED
98 DEC 23 AM 9:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
YOURBBS.COM, INC.

FILED

98 DEC 23 AM 9:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
Name

The name of the corporation is YourBBS.Com, Inc.

ARTICLE II
Duration

EFFECTIVE DATE

12-22-98

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 22nd day of December, 1998.

ARTICLE III
Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV
Capital Stock

The Corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock which shall be designated "Class A Voting Common Shares"; and NINE HUNDRED (900) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock which shall be designated "Class B Nonvoting Common Shares". The Class A and Class B shares shall be entitled in all respects to equal rights and privileges except that each share of Class A shall be entitled to one (1) vote and each share of Class B shall be nonvoting stock.

ARTICLE V
Principal Office; Initial Registered Office and Agent

The street address of the initial principal office and registered office of this corporation is: Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131, and the name of the initial registered agent of this corporation at that address is: Nicholas M. Daniels.

ARTICLE VI
Initial Board of Directors

This corporation shall initially have three (3) directors. The number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial director of this corporation is: Kyle H. Martell, 848 Brickell Avenue, Suite 920, Miami, Florida 33131 and Ivan L.H. Martell, 848 Brickell Avenue, Suite 920, Miami, Florida 33131 and Ben Davis, 848 Brickell Avenue, Suite 920, Miami, Florida 33131.

ARTICLE VII
Incorporator

The name and address of the person signing these Articles is: Nicholas M. Daniels, Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 22nd day of December, 1998.




Nicholas M. Daniels, Incorporator

STATE OF FLORIDA:

SS:

COUNTY OF DADE:

The foregoing instrument was acknowledged before me this 22nd day of December, 1998, by Nicholas M. Daniels, who is personally known to me ~~or who has produced~~ _____ as ~~identification.~~

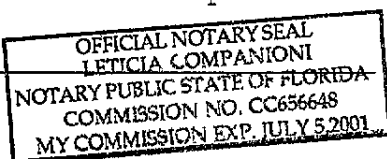


Notary Public, State of Florida
at Large

Leticia Companioni

Type/Print/or Stamp Name of Notary

My Commission Expires:




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

YOURBBS.COM, INC.

In pursuance of the Florida Statutes, the following is
submitted, in compliance with said Act:

First--that **YOURBBS.COM, INC.**, desiring to organize under the
laws of the State of Florida with its principal office at: Therrel
Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue,
Suite 2400, Miami, Florida 33131, has named Nicholas M. Daniels,
located at Therrel Baisden, P.A., SunTrust International Center,
One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131, as its agent
to accept service of 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 the
provision of said Act relative to keeping open said office.


Nicholas M. Daniels

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