

999000009703



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 112191 11740A

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pizant

ORDER DATE : January 26, 1999

ORDER TIME : 11:23 AM

ORDER NO. : 112191-005

300002755313--7

CUSTOMER NO: 11740A

CUSTOMER: Deborah R. Waks, Esq.
DEBORAH R. WAKS, ESQ
DEBORAH R. WAKS, ESQ
Suite 700
9200 South Dadeland Boulevard
Miami, FL 33156

DOMESTIC FILING

NAME: BUY-REQUEST, INC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 26 PM 12:51

J 2/1/99

RECEIVED
99 JAN 26 PM 12:15
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32304
2544
1099-2026



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 26 PM 12:51

January 27, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: BUY-REQUEST, INC.
Ref. Number: W99000002026

RESUBMIT

Please give original
submission date as file date.

We have received your document for BUY-REQUEST, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 999A00003587

DIVISION OF CORPORATION

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RECEIVED

ARTICLES OF INCORPORATION

OF

DIGITAL EXPRESSIONS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 26 PM 12:51

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation, providing for the formation, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation (hereinafter called the Corporation) is DIGITAL EXPRESSIONS, Inc. The business address of the corporation is 6261 S.W. 25 Street, Miami, Florida 33155.

ARTICLE II

The duration of the Corporation shall be perpetual.

ARTICLE III

The purposes for which the Corporation is initially organized, which shall continue to be the purposes of the Corporation until and if the same shall be amended pursuant to the provisions of the Florida General Corporation Act, and which shall include the authority of the Corporation to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to be issued is One Hundred (100). Such shares shall be of a single class (capital stock), shall be \$1.00 per share par value, and shall be known as Section 1244 Stock as such stock term is defined in the Internal Revenue Service.

ARTICLE V

Each share of the Corporation shall entitle the holder thereof to a preemptive right, for a period of thirty (30) days, to subscribe for, purchase or otherwise acquire any shares of the same class of the Corporation or any equity and/or voting shares of any class of the Corporation which the Corporation proposes to issue or any rights or options the Corporation purposes to grant for the purchase of shares of the same class of the Corporation or of equity and/or voting shares of any class of the Corporation or for the purpose of any shares, bonds, securities or obligations of the Corporation which are convertible into or exchangeable for, or which carry any rights, to subscribe for, purchase, or otherwise acquire shares of the same class of the Corporation or equity and/or voting shares of any class of the Corporation, whether now or hereafter authorized or created, whether having unissued or treasury status, and whether the proposed issue, reissue, transfer, or grant is for cash, property, or any other lawful consideration; and after the expiration of said thirty (30) days, any and all of such shares, rights, options, bonds, securities or obligations of the Corporation may be issued, reissued, transferred, or granted by the board of Directors, as the case may be,

to such persons, firms, corporations, and associations and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine. As used herein, the terms "equity share" and "voting share" shall mean, respectively, shares which confer unlimited dividend rights and shares which confer unlimited voting rights in the election of one or more directors.

ARTICLE VI

The address of the initial registered office of the Corporation in the State of Florida is: 7103 S.W. 102 Avenue, Suite A, Miami, Florida 33155 in the County of Dade and the name of the initial registered agent of the Corporation at such address is Deborah R. Waks, Esquire.

ARTICLE VII

The number of directors constituting the initial Board of Directors of the Corporation is two (2).

The name and address of each person who is to serve as a member of the initial Board of Directors of the Corporation and the principal place of business are as follows:

<u>NAME/TITLE</u>	<u>ADDRESS</u>
Julio C. Chacon, Jr. President /Treasuer	6261 S.W. 25 Street Miami, Florida 33155
Mayte Eiras Vice President/Secretary	6261 S.W. 25 Street Miami, Florida 33155

ARTICLE VIII

The name and address of each incorporator and the number of shares of stock each agrees to take are:


<u>NAME</u>	<u>ADDRESS</u>	<u># OF SHARES</u>
Julio C. Chacon, Jr.	6261 S.W. 25 Street Miami, Florida 33155	50
Mayte Eiras	6261 S.W. 25 Street Miami, Florida 33155	50

ARTICLE IX

The Corporation shall at all times have any corporate powers enumerated in the General Corporation Act of Florida.

EXECUTED by the undersigned at Miami, Florida this 10th day of January, 1999.


_____(SEAL)
JULIO C. CHACON, JR.


_____(SEAL)
MAYTE EIRAS

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First-That DIGITAL EXPRESSIONS, INC. desiring to organize or qualify under the laws of the State of Florida with its principal place of business, as indicated in the Articles of Incorporation at Miami, County of Dade, State of Florida, has named Deborah R. Waks, Esquire, 7103 S.W. 102 Avenue, Suite A, Miami, Florida 33173, County of Dade, State of Florida, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGEMENT:

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 provisions of all statutes relative to the proper and complete performance of my duties.

BY Deborah R. Waks
Resident Agent
DATE Jan. 10, 1999

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 26 PM 12:52