

P99000025601

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

USA. Com, Inc

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*****78.75 *****78.75

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99 MAR 18 AM 8:39
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

FILED
99 MAR 18 AM 7:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JB
3-22-99
6

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

3/18 8:30



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 18, 1999

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: USA.COM INC.
Ref. Number: W99000006523

We have received your document for USA.COM 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):

You must list the corporation's principal office and/or a mailing address in the document.

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) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 599A00013395

**ARTICLES OF INCORPORATION OF
USA.COM INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these articles, each a natural person competent to contract, hereby form a corporation under the laws of the State of Florida, and under the following articles:

ARTICLE I-NAME

The name of this corporation shall be USA.COM INC.

The address of this corporation is 1097 N. Navy Blvd, Pensacola, FL 32507.

ARTICLE II-NATURE OF BUSINESS

This corporation shall engage in any activities or business permitted under the laws on the United States or of the State of Florida.

ARTICLE III-CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time 1,000,000 shares of one class denoted common stock having a nominal par value of \$1.00 per share.

ARTICLE IV-TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1097 N. Navy Blvd., Pensacola, Florida, 32507 and the name of the initial registered agent of this corporation at that address is Goodloe T. Farrington, Jr.

ARTICLE VI-DIRECTORS

The business of the corporation shall be managed and its corporate powers exercised by a board of one or more directors. The corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by by-laws adopted by the stockholders, but there shall never be less than one.

ARTICLE VII-INITIAL DIRECTORS AND OFFICERS

The name and post office addresses of the initial directors and the corporate officers are:

NAME	ADDRESS	OFFICE
G.T. Farrington, Jr.	P.O. Box 37296 Pensacola, Fl 32526	President/Director Secretary/Treasurer
M.F. Farrington	same as above	Director
J.E. Paulchek	same as above	Director
C.F. Paulchek	same as above	Director

ARTICLE VIII-SUBSCRIBERS

The name and residence address of the subscribers to these articles of incorporation are:

NAME	ADDRESS
C.F. Paulchek	7375 Sandy Creek Dr. Pensacola, Fl 32506

ARTICLE IX- PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X-RESTRICTIONS ON SALE OF STOCK

The corporation, and subject to the priority of the corporation the remaining stockholders of the corporation shall have the preference in the purchase of any shares of the capital stock of the corporation and any attempted sale such shares of stock in violation of this prohibition shall be null and void. In case a stockholder, his personal representatives, heirs, devisees, legatees, pledgees, assignees, receivers, trustee in bankruptcy, or any person holding under or in privity with any stockholder desires to sell his shares of stock, he shall file notice in writing of such intention with the secretary of the corporation stating

the terms of the bonafide offer which he has received, and unless the terms of such offer are accepted within ten (10) days, it shall be deemed to have waived its privilege of purchasing. In the event that the corporation is legally unable to purchase such stock or otherwise waives its privilege of purchasing, the secretary of the corporation shall mail written notice to all remaining stockholders, by certified mail, return receipt requested, advising them of the terms of such bonafide offer, and unless the terms of such offer are accepted by any or all of the other stockholders within ten (10) days from the date of mailing such notice they shall be deemed to have waived their privilege of purchasing and the stockholders, or the person in privity with him, desiring to sell shall be at liberty to effect a sale upon the terms of such bonafide offer. No stockholder may cause the corporation or the remaining stockholders to waive their privilege of purchasing until such stockholder has received a bonafide offer for the purchase of such shares. Neither the corporation nor the remaining stockholders (collectively) may exercise their privilege of purchasing as to any shares of stock less than the total number of shares involved in such bonafide offer.


C.F. PAULCHEK

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 11 day of MARCH, 1999 by C.F. PAULCHEK who acknowledged that said person subscribed to those Articles. *ID presented FL Delle P4 22-106-68-676-0*


FRANCES F. HODGE Notary Public

My commission expires 10-13-2000

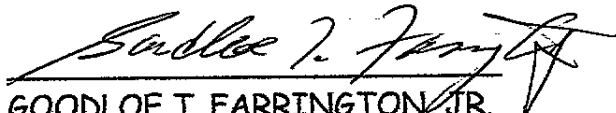
FRANCES F. HODGE
Notary Public, State of Florida
My comm. expires Oct. 13, 2000
Comm. No. 570526

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted
in compliance with said Act:

First: That USA.COM INC desiring to organize under the laws of the State
of Florida, with its principal office, as indicated in the Articles of Incorporation,
at the City of Pensacola, County of Escambia, State of Florida, has named Goodloe
Farrington, Jr. located at 1097 N. Navy Blvd. City of Pensacola, County of
Escambia, State of Florida, as its agent to accept service of process within this
State.

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



GOODLOE T. FARRINGTON, JR.

Resident Agent

FILED
99 MAR 18 AM 7:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA