Division of Corporations 045334 Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

### **Electronic Filing Cover Sheet**

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000011980 2)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number

E (850) 922-4001

From:

Account Name

: ATLAS, PEARLMAN, TROP & BORKSON, P.A.

Account Number : 076247002423

: (954)763-1200

Phone

Fax Number

: (954)766-7800

### FLORIDA PROFIT CORPORATION OR P.A.

eYard.com, Inc.

| Certificate of Status | 0       |
|-----------------------|---------|
| Certified Copy        | 1       |
| Page Count            | 05      |
| Estimated Charge      | \$78.75 |

Electronic Fling Moous

Tuesday, May 18, 1999

4:26 PM

MAY-18-99 17:06 FROM: AtlasPearlmanTrop&Borkson ID:9547667800

ne 5/19/99

. #99000011980 2

# ARTICLES OF INCORPORATION OF eYard.com, Inc.

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

### ARTICLE I CORPORATE NAME

The name of this Corporation shall be: eYard.com, Inc.

### ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is 870 Brent Drive, Wantagh, NY 11793.

# ARTICLE III NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ROXANNE K. BEILLY, ESQ., FLA BAR #851450 Atlas, Pearlman, Trop & Borkson, P.A. 200 East Las Olas Boulevard, Suite 1900 Fort Lauderdale, Florida 33301 Phone No.: (954) 763-1200

H99000011980 2

99/6297.100/202476.1

SECRETARY OF STATE

н99000011980 2

ARTICLE IV CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue

and have outstanding at any one time shall be 90,000,000 shares of Common Stock, par

value \$.001 per share, and 10,000,000 shares of Preferred Stock, par value \$.001 per

share. Series of the Preferred Stock may be created and issued from time to time, with

such designations, preferences, conversion rights, cumulative, relative, participating,

optional, or other rights, including voting rights, qualifications, limitations, or restrictions

thereof as shall be stated and expressed in the resolution or resolutions providing for the

creation and issuance of such series of Preferred Stock as adopted by the Board of

Directors pursuant to the authority in this paragraph given.

ARTICLE V
TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI REGISTERED AGENT AND INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this

Corporation in the State of Florida shall be Vasilios Koutsogiannis whose address is 146

Via D'Este, #1007, Delray Beach, FL 33445.

H99000011980 2

99/6297.100/202476.1

2

H99000011980 2

#### ARTICLE VII BOARD OF DIRECTORS

This Corporation shall have three (3) Directors initially.

# ARTICLE VIII INITIAL DIRECTORS

The name and address of the initial Directors of this Corporation are:

Vasilios Koutsogiannis

146 Via D'Este, #1007, Delray Beach, FL 33445

Kathleen Tavormina

1028 N. Putnam Avenue, Lindenhurst, NY 11757

Robert Grau

870 Brent Drive, Wantagh, NY 11793

The persons named as Directors shall hold office for the first year of existence of this Corporation, or until successors are elected or appointed and have qualified, whichever occurs first.

### ARTICLE IX INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is Vasilios Koutsogiannis, 146 Via D'Este, #1007, Delray Beach, FL 33445.

### ARTICLE X INDEMNIFICATION

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

H99000011980 2

99/6297-100/202476.1

3

H99000011980 2

#### ARTICLE XI **AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

#### **ARTICLE XII** CONTROL SHARE ACQUISITIONS

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the undersigned incorporator has executed the foregoing Articles of Incorporation on the 13 day of May/1999.

Vasilios Koutsogiannis, Incorporator

H99000011980 2

**BDA9** 

9/9

#### CERTIFICATE DESIGNATING REGISTERED AGENT AND OFFICE FOR SERVICE OF PROCESS

eYard.com, Inc. a corporation existing under the laws of the State of Florida with its principal office and mailing address at 870 Brent Drive, Wantagh, NY 11793, has named Vasilios Koutsogiannis, whose address is 146 Via D'Este, #1007, Delray Beach, FL 33445, as its agent to accept service of process within the State of Florida.

#### ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

Vasilios Koutsogiannis

99 MAY 19 AM 9: 44
SECRETARY OF STATE
TALL ALLASSEE FOR MAY

H99000011980 2

99/6297-100/202476-1