

P99000045846

661 N. Spring Garden Ave (Ste #4)
DeLand, FL 32734

May 14, 1999

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

500002877525--7
-05/17/99--01116--005
*****70.00 *****70.00

Re: Incorporation of HANGTAG, INC.

Dear Sirs:

Enclosed herewith is an original and one copy of the proposed Articles of Incorporation and Designation of Registered Agent for HANGTAG, INC.

Also enclosed is my check in the amount of \$70.00 representing the following:

Filing Fee \$35.00

Registered Agent Certificate 35.00

EFFECTIVE DATE
5-10-99

Thank you for your assistance. If you need to contact me in regard to the above matter, I can be reached by telephone at 904-736-1400.

My e-mail address is: rddavis@n-jcenter.com

My fax number is 904-736-0064.

Betty Noland GAVE
AUTHORIZATION BY PHONE TO
CORRECT ERR. Date 5-10-99
DATE 5-20-99
DOC. EXAM CB

Sincerely yours,



Robert D. Davis

PLEASE USE FOLLOWING MAILING
ADDRESS FOR RETURN OF DOCUMENTS

P.O. BOX 1838
DELAND, FL. 32721-1838

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 MAY 17 AM 9:23

FILED

RDD

CB
5-20-99
5

EFFECTIVE DATE
5-10-99

HANGTAG, INC

I, ROBERT D. DAVIS, being of legal age do hereby authorize the formation of a corporation under the laws of the State of Florida.

FILED
99 MAY 17 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation shall be HANGTAG, INC.

ARTICLE II

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE III

GENERAL NATURE OF BUSINESS

The general nature of business to be transacted by this corporation is software development and advertising, and any other business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 100,000 shares fully paid, \$1.00 par value common stock. Common stock of the corporation shall be issued as "Small Business Corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code as amended.

ARTICLE V

INITIAL DIRECTORS

The business of the corporation shall be managed by the Stockholders rather than by the Board of Directors of this corporation.

ARTICLE VI

STREET AND MAILING ADDRESS OF CORPORATION

OFFICE AND NAME OF INITIAL REGISTERED AGENT

The initial registered agent is ROBERT D. DAVIS, 809 Eastover Circle, DeLand, Florida 32724. The initial street and mailing address of the principal place of business of said corporation is 661 N. Spring Garden Ave (Suite #4), DeLand, Florida 32724.

ARTICLE VII

SUBSCRIBERS

The name and street address of the subscriber to these Article of Incorporation is:

ROBERT D. DAVIS, 809 Eastover Circle, DeLand, Fl 32724

ARTICLE VIII

COMMENCEMENT OF CORPORATE EXISTENCE

This corporation shall commence to exist on May 10, 1999, or upon filing, whichever is later.

IN WITNESS WHEREOF, I, ROBERT D. DAVIS, being the original subscriber to the capital stock herein above named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of the State of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 14th day of May 1999.



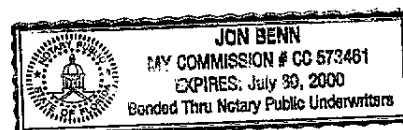
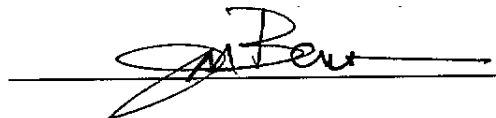
ROBERT D. DAVIS

STATE OF FLORIDA

COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared ROBERT D. DAVIS, to me well known to be the person who executed the foregoing Certificate of Incorporation and he acknowledged before me that he executed same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 14th day of May, 1999.



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

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

FIRST: That HANGTAG, 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 Deland, County of Volusia,
State of Florida has named ROBERT D. DAVIS, located at 809 Eastover Circle, DeLand, Florida 32724,
as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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



ROBERT D. DAVIS

5/14/99
DATE

FILED
99 MAY 17 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA