

**CAPITAL CONNECTION, INC.**

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

P99000048859

PRWatchdog.Com, Inc.

100002889441--7  
-05/28/99--01053--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

☒ Art of Inc. File Cert  
☐ 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 MAY 28 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
RECEIVED  
99 MAY 28 AM 11:01  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
gsc 568

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

**Articles of Incorporation**  
**of**  
**PRWatchdog.com, Inc.**

The undersigned incorporator hereby forms a corporation under the laws of the State of Florida.

**Article I**  
**Name**

The name of the corporation is PRWatchdog.com, Inc.

**Article II**  
**Principal Office and Mailing Address**

The address of the corporation's principal office and mailing address is 7715 SW 86<sup>th</sup> Street, #303, Miami, FL 33143.

**Article III**  
**Duration and Commencement of Corporate Existence**

The corporation shall exist perpetually. The corporate existence shall commence upon the filing of these Articles of Incorporation with the Department of State.

**Article IV**  
**Nature of Business**

This corporation is organized for the purpose of transacting any and all lawful business.

**Article V**  
**Capital Stock**

The corporation is authorized to have outstanding one class of stock, to be designated as Common Stock. The maximum number of shares of Common Stock which the corporation is authorized to have outstanding is 1,000 shares of Common Stock of a par value of \$0.01 per share.

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Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall have preemptive rights to subscribe to the corporation's securities and are entitled to receive the net assets of the corporation upon dissolution.

**Article VI**  
**Initial Registered Agent and Office**

The name of the initial registered agent of this corporation is MIAMI CENTER REGISTERED AGENTS, INC. The street address of the corporation's initial registered office is 201 S. Biscayne Boulevard, 17th Floor, Miami, FL 33131.

**Article VII**  
**Initial Board of Directors**

The initial Board of Directors shall be comprised as follows:

Matt Rosenberg  
7715 SW 86<sup>th</sup> Street, #303  
Miami, FL 33143

**Article VIII**  
**Initial Officers**

The initial Officers are as follows:

|                                       |                                   |
|---------------------------------------|-----------------------------------|
| Matt Rosenberg                        |                                   |
| 7715 SW 86 <sup>th</sup> Street, #303 | President / Secretary / Treasurer |
| Miami, FL 33143                       |                                   |

**Article IX**  
**Incorporator**

The name and address of the Incorporator of the corporation is Eliot C. Abbott, Esq., Kluger, Peretz, Kaplan & Berlin, P.A., 201 S. Biscayne Boulevard, 17th Floor, Miami, FL 33131.

**Article X**

**Bylaws**

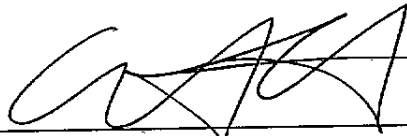
The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

**Article XI**

**Indemnification**

The corporation shall indemnify, to the full extent permitted by law, the Incorporator, any officer or director of the corporation.

**IN WITNESS WHEREOF**, the undersigned Incorporator has executed these Articles of Incorporation this 27th day of May, 1999.

  
\_\_\_\_\_  
ELIOT C. ABBOTT, Incorporator

**Certificate of Registered Agent**

**of**

**PRWatchdog.com, Inc.**

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TALLAHASSEE, FLORIDA

Pursuant to Section 607.0501 of the Florida Business Corporations Act, the following is submitted, in compliance with said Act:

That PRWatchdog.com, Inc., with its principal office, as indicated in its Articles of Corporation, has named **Miami Center Registered Agents, Inc.** located at 1700 Miami Center, 201 South Biscayne Boulevard, Miami , Florida 33131, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this 27th day of May, 1999.

**MIAMI CENTER REGISTERED AGENTS, INC.**

By: \_\_\_\_\_

  
Eliot C. Abbott, V.P.