



THE UNITED STATES  
CORPORATION  
COMPANY

P99000057101

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99 JUN 18 AM 8:53

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 279837 7184659

AUTHORIZATION :

Patricia Pajito

COST LIMIT : \$ 70.00

ORDER DATE : June 18, 1999

ORDER TIME : 2:31 PM

ORDER NO. : 279837-005

300002909723--2

CUSTOMER NO: 7184659

CUSTOMER: Ms. Melissa R. Allen  
PROENZA ROBERTS & HURST, P.A.  
PROENZA ROBERTS & HURST, P.A.  
Grove Plaza, Ste 700  
2900 Middle Street  
Miami, FL 33133

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99 JUN 18 PM 3:15

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

ON LINE SERVICES OF MIAMI, INC

NAME:

MIAMI POP, 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: Jeanine Reynolds

EXAMINER'S INITIALS:

PH 6/24/99 ✓

W99-14338



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

June 21, 1999

CSC NETWORKS  
1201 HAYS ST  
TALLAHASSEE, FL 32301

SUBJECT: MIAMI POP, INC.  
Ref. Number: W99000014339

We have received your document for MIAMI POP, INC. and the authorization to debit your account in the amount of \$70.00. 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.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 399A00032898

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Division of Corporations  
Tallahassee, Florida

**RESUBMIT**

Please give original  
submission date as file date.

## **ARTICLES OF INCORPORATION**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

### **ARTICLE I**

#### **NAME**

The name of the corporation shall be:

ON LINE SERVICES OF MIAMI, INC.

### **ARTICLE II**

#### **PRINCIPAL PLACE OF BUSINESS**

1342 Colonial Boulevard, Suite 17  
Ft. Myers, Florida 33901

### **ARTICLE III**

#### **NATURE OF CORPORATE BUSINESS**

The corporation may engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way, The duration of the Corporation is perpetual.

### **ARTICLE IV**

#### **CAPITAL STOCK**

The aggregate number of shares which the Corporation is authorized to issue is Ten Million (10,000,000) shares of common stock. Such shares shall be of a single class, and shall have a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

### **ARTICLE V**

#### **INITIAL REGISTERED OFFICE AND AGENT**

The Corporation's initial registered agent and registered office in the State of Florida shall be:

#### **NAME**

Dana M. Gallup

#### **ADDRESS**

Proenza, Roberts & Hurst, P.A.  
Grove Plaza, Suite 700  
2900 Middle Street  
Miami, Florida 33133  
Phone: (305) 442-1700  
FAX: (305) 442-2559

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TALLAHASSEE, FLORIDA

ARTICLE VI  
**INITIAL BOARD OF DIRECTORS**

The number of Directors may be altered from time to time by the By-Laws adopted by the stockholders. However, the Corporation shall have no less than one (1) Director at any time.

<u>NAME</u>	<u>ADDRESS</u>
George Papapostolou	4851 Tahiti Lane, Naples, FL 34112
Dana M. Gallup	Grove Plaza, Suite 700, 2900 Middle Street, Miami, FL 33133
John D. Harris	26235 Hickory Boulevard, Penthouse C, Bonita Springs, FL 34134

The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation or until a successor is elected.

ARTICLE VII  
**INCORPORATOR**

The name and address of the Incorporator executing these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Dana M. Gallup	Proenza, Roberts & Hurst, P.A. Grove Plaza, Suite 700 2900 Middle Street Miami, Florida 33133 Phone: (305) 442-1700 FAX: (305) 442-2559

ARTICLE VIII  
**AMENDMENT**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment to them, and any right referred upon the Shareholders is subject to this reservation.

ARTICLE IX  
**COMMENCEMENT DATE**

Corporate existence will commence upon the issuance of the Certificate of Incorporation.

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a corporation to do business within the State of Florida, does make and files these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

  
DANA M. GALLUP

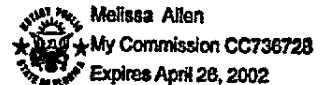
STATE OF FLORIDA                     )  
   )  
COUNTY OF MIAMI-DADE            )

BEFORE ME, personally appeared DANA M. GALLUP, to me well known to be the person described in and who executed the foregoing Articles of Incorporation acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid this 15<sup>th</sup> day of June, 1999.

  
Notary Public, State of Florida  
Print Name: \_\_\_\_\_


My Commission expires:



#### ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of On Line Services of Miami, Inc., which is contained in the foregoing Articles of Incorporation.

DATED this 15<sup>th</sup> day of June, 1999.

  
DANA M. GALLUP  
Registered Agent

This document was prepared by:  
Dana M. Gallup, Esq.  
Proenza, Roberts & Hurst, P.A.  
Grove Plaza, Suite 700  
2900 Middle Street  
Miami, Florida 33133  
Phone: (305) 442-1700  
FAX: (305) 442-2559

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