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AND RELATED
MATTERS

August 12, 1999

Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32301

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-08/16/99--01037--016
****122.50 *****78.75

Re: Articles of Incorporation
F.E.B. of Sarasota, Corp.

Dear Sir:

The original and one (1) copy of the Articles of Incorporation for the referenced corporation are enclosed. Also enclosed herewith is our check in the amount of \$122.50. Please file the original in accordance with Chapter 607 of the Florida Statutes, and return a copy to my office.

If, for any reason, you are unable to accept these Articles of Incorporation for filing, please telephone my office "collect" and inform me as to your reason(s) for non-acceptance.

Thank you for your cooperation in this matter.

Sincerely,

Charles Prescott
Charles J. Prescott

CJP:mm
Enclosures
cc: Ms. Estelle Barnett

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99 AUG 16 AM 8:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Melba Mulder
AUTHORIZATION BY PHONE TO
CORRECT *Copy none, L.H. acc.*
DATE *8-20-99*
FILE BY *CB*

CB
8-20-99
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ARTICLES OF INCORPORATION

OF

F.E.B. OF SARASOTA, CORP.

ARTICLE I - NAME

*The name of this corporation is F.E.B. of and the mailing address of the corporation is Sarasota, Corp.
6210 N. Lockwood Ridge Road, #291, Sarasota, FL 34243-2529.*

ARTICLE II - CORPORATE EXISTENCE

This corporation shall commence its existence upon the filing of these Articles of Incorporation and shall exist perpetually.

ARTICLE III - PURPOSES

This corporation is organized for the sole purpose of engaging in the business of providing searchable websites and to transact any and all other lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of one dollar (\$1.00) par value common stock in a single class and series.

ARTICLE V - PREEMPTIVE RIGHTS

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

ARTICLE VI - RESTRICTIONS ON ISSUANCE AND TRANSFER OF STOCK

Any and all shares of stock of this corporation, whether held by its initial shareholder(s) or any subsequent shareholder(s), may not be sold or otherwise transferred during the life of its shareholder(s) to any other person(s) except the spouse(s) of its shareholder(s) unless first offered

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TALLAHASSEE FLORIDA

to this corporation for purchase on the same terms and conditions as offered to the other prospective purchaser(s). Any and all such offers shall be fully set forth in writing and this corporation shall have thirty (30) days from receipt thereof to accept any and all such offers. If this corporation does not accept any such offer within thirty (30) days, the offering for sale with the other prospective purchaser(s) upon the terms no more favorable than those offered to this corporation.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6210 N. Lockwood Ridge Road, #291, Sarasota, Florida 34243-2529; the name of the initial registered agent of this corporation at that address is Estelle Barnett.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one (1). The names and addresses of the initial directors of the corporation are:

*Fred Barnett
5930 Chaparral Avenue
Sarasota, FL 34243*

*Estelle Barnett
5930 Chaparral Avenue
Sarasota, FL 34243*

ARTICLE IX - CUMULATIVE VOTING

At each election for directors, every shareholder entitled to vote in the election shall have the right to cumulate his or her votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his or her shares, or by distributing the votes on the same principle among any number of candidates.

ARTICLE X - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

*Estelle Barnett
5930 Chaparral Avenue
Sarasota, FL 34243*

ARTICLE XI - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporations Act.

ARTICLE XII - INDEMNIFICATION

This corporation shall indemnify its officers and directors and its former officers and directors to the full extent permitted by law.

ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 12th day of August, 1999.

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

Estelle Barnett
Estelle Barnett

Registered Agent / Incorporator

STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME, the undersigned authority, this day personally appeared Estelle Barnett, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have affixed my signature and official seal in the state and county above cited this 12th day of August, 1999.

Melba Adams Mulder
Notary Public

My commission expires:

