

P99000075112

William C. Malone, IV

ATTORNEY AND COUNSELOR AT LAW

827 Menendez Court • Orlando, Florida 32801 • Telephone (407) 423-4040 • Telecopier (407) 423-0850

August 18, 1999

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

900002946549--0

-07/30/99--01111--001

\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: SMOKERSDATING.COM, INC.

Dear Secretary:

Enclosed please find the revised Articles of Incorporation of SMOKERSDATING.COM, INC., with a copy. Also find enclosed a copy of your letter to this office dated August 5, 1999..

Please date stamp the copy and return it to this office in the envelope provided.

Very truly yours,



WCM/ss

Enclosures

FILED  
99 AUG 23 AM 8:02  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

CB  
2-24-99



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 5, 1999

WILLIAM C. MALONE, IV, ESQ.  
827 MENENDEZ CT.  
ORLANDO, FL 32801

SUBJECT: SMOKERSDATING.COM, INC.  
Ref. Number: W99000018103

We have received your document for SMOKERSDATING.COM, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

You must list the corporation's principal office and/or a mailing address in the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten  
Document Specialist

Letter Number: 299A00039654

ARTICLES OF INCORPORATION

OF

SMOKERSDATING.COM, INC.

FILED  
99 AUG 23 AM 8:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be Smokersdating.com, Inc.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 1,000 shares of common capital stock with a par value of \$1.00.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as

may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

#### ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be One. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors is:

William C. Malone, IV, 827 Menendez Court, Orlando, FL 32801.

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. INITIAL REGISTERED OFFICE & AGENT & PRINCIPAL OFFICE

The address of this corporation's initial registered office is: 827 Menendez Court, Orlando, FL 32801.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: William C. Malone, IV.

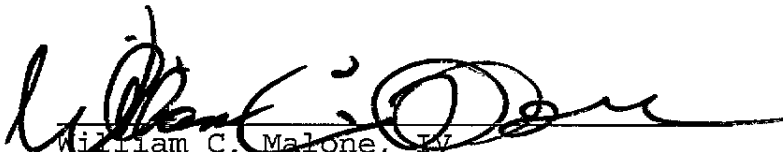
The address of this corporation's principal office is: 827 Menendez Court, Orlando, FL 32801.

ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are: William C. Malone, IV, 827 Menendez Court, Orlando, FL 32801.

ARTICLE XI. AMENDMENT

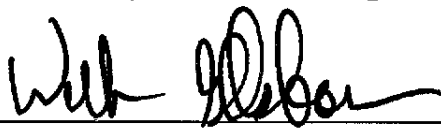
This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

  
William C. Malone, IV  
Incorporator

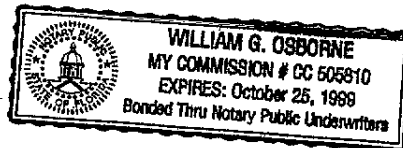
**FILED**  
99 AUG 23 AM 8:02  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this \_\_\_\_\_ day of August, 1999, by William C. Malone, IV.

  
William G. Osborne

Personally known to me.



Affix Seal Below:

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

Accepted by:   
William C. Malone, IV, Registered Agent