

P 9900007777

CAPITAL CONNECTION, INC.

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

FILED

99 AUG 31 PM 3: 57

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

800002974938--1

-08/31/99--01083--019

*****78.75 *****78.75

Digital Mindshare, Inc

☒ Art of Inc. File_____

___ 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_____

Signature _____

Requested by: CS

Name _____

Date 8/31

Time 11:12

Walk-In _____

Will Pick Up 8/31/99

RECEIVED
99 AUG 31 PM 12:38
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Digital Mindshare, Inc.

FILED

99 AUG 31 PM 3: 58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **Digital Mindshare, Inc.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 449 Central Avenue, Suite 203, St. Petersburg, FL 33701.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is seven thousand five hundred (7,500) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is R. Jeffrey Stull, Esq., R. Jeffrey Stull, P.A., 602 South Boulevard, Tampa, FL 33606.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is

Jerry Robinson

Mary Jo Robinson

Gregory J. Peck

449 Central Avenue, Suite 203, St. Petersburg, FL 33701.

The undersigned has executed these Articles of Incorporation this 31st day of August 1999.

"Capital Connection, Inc. by Chris Grunewald, Client Representative"

Chris Grunewald

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

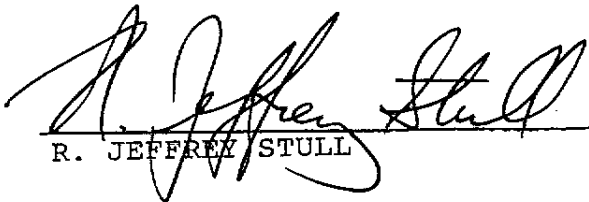
FILED
99 AUG 31 PM 3: 58
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: Digital Mindshare, Inc.

2. The name and street address of the registered agent and office is: R. Jeffrey Stull, Esquire, R. Jeffrey Stull, P.A., 602
South Boulevard, Tampa, FL 33606

HAVE BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


R. JEFFREY STULL