

P 9900008/546

TRANSMITTAL LETTER
FILED

99 SEP -9 PM 1:34

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-09/09/99-01065--008
****131.25 *****87.50

SUBJECT: HERMES PUBLISHING GROUP, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: JAIME J. COSTA
Name (Printed or typed)

13015 S.W. 89TH PLACE, PMB #120
Address

MIAMI, FL 33176-5812
City, State & Zip

(305) 254-7622
Daytime Telephone number

JH 9/15/99 ✓

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF**

HERMES PUBLISHING GROUP, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I

NAME

The name of this corporation shall be:

HERMES PUBLISHING GROUP, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz.:

- a. Sales (Wholesale/Retail) of Products and Services, Distribution, Marketing, International Trade (Export/Import), Writing, Designing, Editing, Printing and Publishing of Books, Magazines, Periodicals, Audio/Video/Multimedia Products and Electronic Commerce of all the above mentioned, and
- b. To conduct and operate any and all other kind of business affairs authorized by the laws of the State of Florida and of the United States of America.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall be 100 shares, having NO par value. All of said stock shall be payable in cash, equipment, property, real or personal, labor or service in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall be no less than \$900.00

ARTICLE V

EFFECTIVE DATE / CORPORATE EXISTENCE

The effective date when this corporation shall commence business shall be the 9th day of September, 1999. This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of said corporation shall be at 13015 S.W. 89th Place, Suite # 120, Miami, FL 33176-5812, with the privilege of having branch offices at other places within or without the State of Florida. The Board of Directors may, from time to time, move the principal office to any other address.

ARTICLE VII

NUMBER OF DIRECTORS

The number of directors of this corporation shall be not less than 1 and no more than 5. The number of directors may be increased or diminished, from time to time, by by-laws adopted by the stockholders.

ARTICLE VIII

DIRECTORS

The name and post office address of the First Board of Directors of this corporation who shall hold office for the first year or until their successor(s) is(are) chosen, shall be:

Name

Address

Jaime J. Costa

13015 S.W. 89th Place, Suite # 120, Miami, FL 33176-5812

ARTICLE IX

SUBSCRIBERS

The name and address of the initial subscriber signing these Articles of Incorporation, the number of shares of stock which he agrees to take and the value of the consideration therefor is:

<u>Name</u>	<u>Address</u>	<u>Shares</u>	<u>Consideration</u>
Jaime J. Costa	13015 S.W. 89 th Pl., Ste.120 Miami, FL 33176-5812	100	\$900.00

ARTICLE X

AMENDMENT OF ARTICLES

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute or set out in the corporate by-laws, so long as same does not conflict with the Florida Statutes.

ARTICLE XI

REGISTERED AGENT

The name and address of the initial registered agent of the Corporation shall be:

Jaime J. Costa
13015 S.W. 89th Place, Suite # 120
Miami, FL 33176-5812

ARTICLE XII

OFFICERS

The name and addresses of the officers who will serve until the first election of appointment under these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>	<u>Position</u>
Jaime J. Costa	13015 S.W. 89 th Pl. Ste.120 Miami, FL 33176-5812	President/Treasurer

IN WITNESS WHEREOF, I the undersigned, being the original subscriber to the capital stock herein above named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the stated are true, and do respectfully agree to take the number of shares herein above set forth, and hereunto set my hands and seal, this 9th day of September, 1999.

A handwritten signature in black ink, appearing to read "Jaime J. Costa", enclosed within a large, loopy oval shape.

Jaime J. Costa

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE**

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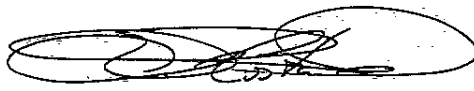
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISION OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED 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 **HERMES PUBLISHING GROUP, INC.**
2. The name and address of the registered agent and office are:

Jaime J. Costa
13015 S.W. 89th Place, Suite 120
Miami, FL 33176-5812

Having 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.



September 9, 1999

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314