

P99000085 983

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FORT LAUDERDALE, FLORIDA 33316
(954) 767-0215
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September 23, 1999

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*****70.00 *****70.00

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

Re: IPOAuction.Com, Inc.

EFFECTIVE DATE

9-23-99

Dear Sirs:

Enclosed please find the original and a copy of the Articles of Incorporation for the above-referenced corporation, along with a check for \$70.00 to cover the filing fee. Please file the original and return a stamped copy to me at your earliest convenience.

Sincerely,

ALLEY, MAASS, ROGERS
& LINDSAY, P.A.

BY: Louis L. Hamby III
LOUIS L. HAMBY III

LLH III/cr
Enc.
cc: John Atanasio

FILED
69 SEP 27 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
9-29-99
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ARTICLES OF INCORPORATION
OF
IPOAUCTION.COM, INC.

EFFECTIVE DATE
9-23-99

Article I - Name

The name of this corporation is IPOAUCTION.COM, INC.

Article II - Duration

This corporation shall have perpetual duration commencing on the date of execution and acknowledgment of these Articles.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 1,000,000 shares of common stock.

Article V - Principal Office; Mailing Address

The street address of the principal office and mailing address of the corporation is 321 Royal Poinciana Plaza, Palm Beach, FL 33480.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 321 Royal Poinciana Plaza, Palm Beach, Florida 33480, and the name of the initial registered agent of this corporation at that address is Louis L. Hamby III.

Article VII - Incorporator

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

Louis L. Hamby III
321 Royal Poinciana Plaza
Palm Beach, FL 33480

Article VIII - Indemnification

The corporation shall indemnify the incorporator and any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23rd day of September, 1999.

Louis L. Hamby III
Louis L. Hamby III

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 23rd day of September, 1999, by Louis L. Hamby III, Incorporator.



Cynthia L. Rush
Notary Public, State of Florida
Cynthia L. Rush
Printed Name of Notary Public
Commission #: _____

Personally Known ✓ or Produced Identification _____
Type of Identification Produced _____

Acceptance of Designation

The undersigned, Louis L. Hamby III, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.

Louis L. Hamby III
Louis L. Hamby III

FILED
99 SEP 27 AM 9:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA