

199000087414



ACCOUNT NO. : 072100000032

REFERENCE : 395276 . 10866A  
*Patricia Pizot*

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : October 1, 1999

ORDER TIME : 2:54 PM

ORDER NO. : 395276-005

400003003354--8

CUSTOMER NO: 10866A

CUSTOMER: Susan Smith, Legal Assistant  
H. STRATTON SMITH, III, P.A.  
H. STRATTON SMITH, III, P.A.  
611 West Azeele Street

Tampa, FL 33606

DOMESTIC FILING

NAME: INTERNET MARKETING &  
MANAGEMENT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 OCT -1 PM 1:03

RECEIVED  
99 OCT -1 PM 1:35  
DEPT. OF REVENUE  
DIVISION OF CORPORATIONS  
TALLAHASSEE  
FLORIDA

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 OCT -1 PM 1:03

ARTICLES OF INCORPORATION  
OF  
INTERNET MARKETING & MANAGEMENT, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

INTERNET MARKETING & MANAGEMENT, INC.

The address of the principal office of this corporation shall be 611 West Azeele Street, Tampa, Florida 33606, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 24,000,000 shares being 12,000,000 Class A common stock and 12,000,000 Class B non-voting stock having \$1.00 par value.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 611 West Azeele Street, Tampa, Florida 33606 and the name of the initial registered agent of the corporation at that address is H. Stratton Smith.

ARTICLE V. TERM OF EXISTENCE

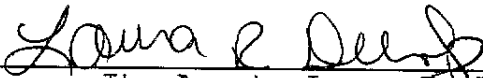
This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1013 Centre Road  
Wilmington, DE 19805

The undersigned incorporator has executed these Articles of Incorporation this 1 day of October, 1999.

  
Its Agent, Laura R. Dunlap  
Incorporator

AKC/jgy

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE WITHIN THE STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

-----

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First: That INTERNET MARKETING & MANAGEMENT, INC.

desiring to organize under the laws of the State of Florida with its principal office as indicated in the articles of incorporation, has named **H. STRATTON SMITH, III**, located at **611 West Azeele Street, Tampa, Florida, 33606**, as agent to accept service of process within this state.

**ACKNOWLEDGEMENT:** Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: \_\_\_\_\_

H. Stratton Smith, III

Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 OCT - 1 PM 1:03