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Charles H. Epstein
20404 Hacienda Court
Boca Raton, FL 33498
(561)470-0965

November 3, 1999

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
State of Florida
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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-11/12/99--01104--014
****122.50 *****78.75

Re: BackBone Inc. High Tech Public Relations

Gentlemen\Mesdames:

Enclosed herewith please find an original and one copy of the Certificate of Articles of Incorporation for the above captioned corporation and Certificate of Designated Resident Agent.

A check in the amount of \$122.50 is enclosed to cover the following:

- | | |
|-------------------------------|--------------|
| 1. Filing Fee | \$ 35.00 |
| 2. Certified Copies | 52.50 |
| 3. Resident Agent Certificate | <u>35.00</u> |

TOTAL AMOUNT OF \$122.50

Please endorse your approval of the Articles on the copies, certifying and returning the same to the undersigned at the above address.

If you have any questions, please feel free to contact me.

Sincerely,


Charles H. Epstein

LAO:bkm

Enclosures

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ARTICLES OF INCORPORATION

OF

ARTICLE I - NAME

The name of this corporation is ***BackBone Inc. High Tech Public Relations***

ARTICLE II - DURATION

The duration of the corporation shall be perpetual and shall commence upon the signing and acknowledging of these Articles.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of One Dollar (\$1.00) par value common stock. All stock of the corporation shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1954 as added by the Small Business Tax Revision Act of 1958.

All of said stock shall be payable in cash, or property, other than stock or securities, in lieu of cash, or services, at a just valuation to be determined by the Board of Directors of this corporation.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is ***20404 Hacienda Court, Boca Raton, FL 33498*** and the name of the initial registered agent of this corporation is ***Charles H. Epstein.***

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the by-laws, but shall never be less than one (1). The name and address of the initial director of this corporation is ***Charles H. Epstein*** residing at ***20404 Hacienda Court, Boca Raton, FL 33498.***

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ARTICLE VIII- CORPORATE MAILING ADDRESS

The principal mailing address of the corporation is *20404 Hacienda Court, Boca Raton, FL 33498*.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is *Charles H. Epstein* residing at *20404 Hacienda Court, Boca Raton, FL 33498*.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officers or directors, or any former officers or directors, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.



Charles H. Epstein, Incorporator

*Having been named as registered agent and to accept service of process for **BackBone, Inc. High Tech Public Relations**, 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.*



Charles H. Epstein/Registered Agent

11/10/99
Date

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TALLAHASSEE, FLORIDA