10 CENTRAL PARKWAY, SUITE 240 STUART, FLORIDA 34994 (561) 287-9101/(561) 744-0166 FACSIMILE: (561) 287-9102

**NOVEMBER 18, 1998** 

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

RE: COM ALIVE INC.

Dear Sir/Madam:

Enclosed please find the executed ARTICLES OF INCORPORATION of COM ALIVE, INC., together with one copy and filing fees. Please file this corporation and return one certified copy to this office via the enclosed envelope.

Please direct any questions you may have to this office.

atherine J. Kierstead

Anc

99 NOV 22 AM 8: 37 SECRETARY OF STAF

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## ARTICLES OF INCORPORATION OF COM ALIVE INC.

THE UNDERSIGNED, acting as incorporator(s) of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is COM ALIVE, INC.

SECOND: The period of the corporation is perpetual.

THIRD: The purpose for which the corporation is organized is for any activity or business permitted under the laws of the United States and of this State.

FOURTH: Authorized Shares.

**NUMBER:** The aggregate number of shares that the

corporation shall have the authority to issue is 300

shares of Capital Stock with a par value of \$1.00

per share.

**DIVIDENDS:** The holders of the outstanding capital stock shall be

entitled to receive, when and as declared by the Board of

Directors, dividends payable either in cash, in property

or in shares of the capital stock of the corporation.

**NO CLASSES OF STOCK:** The shares of the corporation are not to be divided into

classes.

NO SHARE IN SERIES: The corporation is not authorized to issue shares in series.

FIFTH: The principal office of the Corporation shall be at 10 Central Parkway, Stuart, Florida 34994

SIXTH: The name and address of the initial registered agent and office is Oliver Harris, 10 Central Parkway, Stuart, Florida 34994

SEVENTH: The initial board of directors shall consist of 1 member(s) who need not be (a) resident(s) of the State of Florida.

EIGHTH: The name and address of the person(s) who shall serve as director(s) until the first annual meeting of shareholders, or until (a) successor(s) is/are elected and qualified, is/are as follows:

NAME

**ADDRESS** 

Arno Krueger

K.-Koller-Weg 6, D 72379, Hechingen, Germany

NINTH: The name(s) and address(es) of the initial incorporator(s) is/are as follows:

NAME

## **ADDRESS**

Arno Krueger

K.-Koller-Weg 6, D 72379, Hechingen, Germany

TENTH: The shareholders shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at a stockholders meeting, with not less than a majority vote of the common stock.

ELEVENTH: The Bylaws of the Corporation are to be made, altered or rescinded by the Member(s) of the Board of Directors.

TWELFTH: The officers of the corporation who shall conduct the business of the corporation during the first year of its existence or until his/their successor(s) is/are elected or qualified shall be as follows:

**NAME** 

ADDRESS

Arno Krueger

K.-Koller-Weg 6, D 72379, Hechingen, Germany

President, Treasurer, Secretary

IN WITNESS HEREOF, the Undersigned has made and subscribed to these Articles of Incorporation at Stuart, Florida, on this 1999.

Arno Krueger

## STATE OF FLORIDA COUNTY OF MARTIN

BEFORE ME, the undersigned authority, personally appeared Arno Krueger, who did produce MSSPOLL as identification, and who did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Stuart, Florida in said County and State this day of woven file, 1999.

OLIVER H. HARRIS Notary Public, State of Florida My comm. exp. June 13, 2003 Comm. No. CC845709

**NOTARY PUBLIC** 

My Commission Expires:

I HEREBY ACCEPT APPOINTMENT AS THE REGISTERED AGENT:

Oliver Harris

REGISTERED OFFICE: 10 Central Parkway, Suite 240, Stuart, Florida 34994