

TRANSMITTAL LETTER
P99000/05550

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

SUBJECT: YP directories.com Inc.
(Proposed corporate name - must include suffix)

200003059862--5
-12/03/99--01051--004
*****87.50 *****87.50

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 of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status

ADDITIONAL COPY REQUIRED

FROM: William J. MacArthur III
Name (Printed or typed)

21484 Webbwood Ave.
Address

Port Charlotte, FL 33954
City, State & Zip

941 / 456-4477
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FL 32304

99 DEC -3 AM 8:52

FILED

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

12-7-99

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:
YPdirectories.com Inc.

99 DEC -3 AM 8:52
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
**Physical address: 21484 Webbwood Ave.
Port Charlotte, FL 33954**
**Mailing Address: P.O.Box 3766
Port Charlotte, FL 33949**

ARTICLE III SHARES


The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
100,000 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:
**William J. MacArthur III
21484 Webbwood Ave.
Port Charlotte, FL 33954**

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:
**William J. MacArthur III
21484 Webbwood Ave.
Port Charlotte, FL 33954**



Signature/Incorporator

12-1-99
Date

ARTICLE VI

No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

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



Signature/Registered Agent

12-1-99
Date