

Pa1000011594

Requester's Name

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #)
- 2. _____ (Corporation Name) _____ (Document #)
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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other



CR2E031(7/97)

Examiner's Initials *gje* 1/31

Articles of Incorporation of SHIPPINGONLY.COM, INC

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of the State of Florida hereby adopt the following articles of incorporation:

Article I Corporate Name

The name of the corporation is Shippingonly.com, Inc

Article II Purpose

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

Article III Initial Principal Office

The address of the corporation's principal office is:
9160A Roe Street,
Pensacola, FL 32514

Article IV Directors

The names and residence addresses of the persons constituting the initial board of directors are:

Michael Measure
485 Meander Lane,
Cantonment, FL 32533

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

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Article V Liabilities of Directors

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages from breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) misconduct or a knowing violation of law, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives and improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

Article VI SHARES

The aggregate number of shares of stock the corporation is authorized to issue is 2,000,000 shares, which shares shall be common stock having \$0.001 par value.

Article VII Other Provisions

Preemptive Rights: The Corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock transfer restriction: No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to

accept the offer any time within ninety (90) Days from and after the date o which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, I shall notify the shareholder in writing within thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within ninety (90) days from and after the date on which the corporation declines to exercise its option.

Execution of Written Instruments: All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasures. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding, the preceding provision of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

Article VIII Registered Agent

The name and address of the permanent registered agent is:

Michael Mesure
9160A Roe Street,
Pensacola, FL 32514

In witness thereof, we have executed these articles of incorporation in Pensacola, Escambia County, Florida on this 26th day January, 2001.

Sworn and subscribed before me on this 26th day of January, 2001.



Barbara L. Hinote
Commission # CC 739096
Expires May 3, 2002
BONDED THRU
ATLANTIC BONDING CO., INC

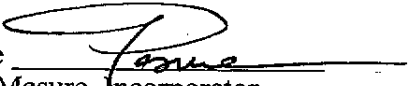
Barbara L. Hinote
Notary Public State of Florida

In compliance with section 607.034 of the Florida Statutes, the following is submitted: Shippingonly.com, Inc desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the city of Pensacola, County of Escambia, State of Florida has the name of Shippingonly.com, Inc., located at 9160A Roe Street, Pensacola, FL 32514 as its agent to accept service of process within the State of Florida.

Mailing address is: Shippingonly.com, Inc.
9160A Roe Street,
Pensacola, FL 32514

Acknowledgment

I Michael Measure, hereby accept the appointment as Registered Agent of Shippingonly.com. I hereby am familiar with and accept the obligations of Section 607.0505 Florida Statutes with regard to the duties and responsibilities as Registered Agent.

Signature 
Michael Measure, Incorporator
9160A Roe Street,
Pensacola, FL 32514
Date 1/26/01

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