

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Matchpoint International, Inc.

600003293636--5
-06/16/00--01017--025
*****78.75 *****78.75

Signature _____

Requested by: *CM* *6/16* *9:00*

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File *Cent.*

____ LTD Partnership File

____ Foreign Corp. File

____ L.C. File

____ Fictitious Name File

____ Trade/Service Mark

____ Merger File

____ Art. of Amend. File

____ RA Resignation

____ Dissolution / Withdrawal

____ Annual Report / Reinstatement

☒ Cert. Copy

____ Photo Copy

____ Certificate of Good Standing

____ Certificate of Status

____ Certificate of Fictitious Name

____ Corp Record Search

____ Officer Search

____ Fictitious Search

____ Fictitious Owner Search

____ Vehicle Search

____ Driving Record

____ UCC 1 or 3 File

____ UCC 11 Search

____ UCC 11 Retrieval

____ Courier

T. Burch

JUN 16 2000

00 JUN 16 PM 12:13
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

00 JUN 16 AM 9:43
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

FILED

RECEIVED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUN 16 PM 12:13

FILED

ARTICLES OF INCORPORATION
OF
MATCHPOINT INTERNATIONAL, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name. The name of the Corporation is: MATCHPOINT INTERNATIONAL, INC. The principal office of the Corporation is 1010 Winderley Place, Unit 133, Maitland, Florida 32751. The mailing address of the Corporation is 200 E. Robinson Street, Suite 500, Orlando, Florida 32801.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation shall have authority to issue is One Million (1,000,000) shares at a par value of One Tenth Cent (\$0.001) per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 200 E. Robinson Street, Suite 500, Orlando, Florida 32801 and the name of the initial Registered Agent at that address is Florida Corporate Support, Inc.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of the initial Directors of the Corporation are as follows:

Martina Kosloff
1010 Winderley Place, Unit 133
Maitland, Florida 32751

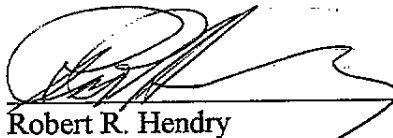
Boris Kosloff
1010 Winderley Place, Unit 133
Maitland, Florida 32751

Article 7. Incorporators. The name and address of each Incorporator is as follows: Robert R. Hendry, 200 East Robinson Street, Suite 500, Orlando, Florida 32801.

Article 8. Indemnification. The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

Article 9. Bylaws. The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

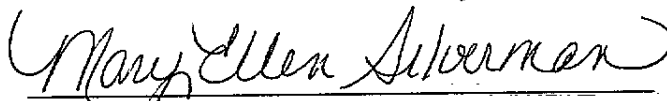
IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 15 day of June, 2000.


Robert R. Hendry

STATE OF FLORIDA)
COUNTY OF ORANGE)

Before me personally appeared ROBERT R. HENDRY, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 15th day of June, 2000.



Notary Public, State of Florida at Large

Mary Ellen Silverman

Typed Name of Notary Public

Commission No.:

(NOTARY SEAL)

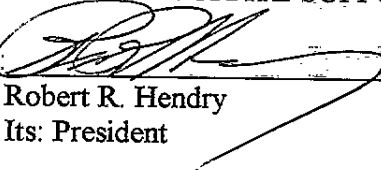
MARY ELLEN SILVERMAN
Notary Public, State of Florida
My Comm. Expires Feb. 15, 2002
Comm. No. CC 716777

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of MATCHPOINT INTERNATIONAL, INC. which is contained in the foregoing Articles of Incorporation. I am familiar with and accept the obligations of Section 607.0505 F.S.

DATED this 17 th day of June, 2000.

FLORIDA CORPORATE SUPPORT, INC.

By: 

Robert R. Hendry
As Its: President

MESMATCHPOINTART.INC