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E-Biz
MARKETING, I

FILED
00 JAN 14 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3935 Torrey Pines Blvd, Sarasota, FL 34238
Phone (941) 921-9617 Fax (661) 749-8706

January 11, 2000

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

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-12/13/99--01130--010
122.50 **78.75

Dear Sir or Madam:

Re: E-Biz Marketing, Inc - Ref. Number W99000028684

Thank you for your correspondence on December 16, 1999.

As requested I enclose two copies of the documentation including the declaration of the registered agent our attorney Chris M. Vorbeck P.A. and your original letter. I hope you find this in order, however if you have any queries please do not hesitate to contact me on the above telephone numbers.

Regards,

Yours truly,



David Watkins

789,2557,611,2551,2550
m/99-28684

D. BROWN JAN 14 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 16, 1999

DAVID WATKINS
3935 TORREY PINES BOULEVARD
SARASOTA, FL 34238

SUBJECT: E-BIZ MARKETING, INC.
Ref. Number: W99000028684

We have received your document for E-BIZ MARKETING, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown
Document Specialist

Letter Number: 499A00059124

**Articles of Incorporation
of
E-Biz Marketing, Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**I.
Name**

The name of the Corporation is E-Biz Marketing, Inc., hereinafter referred to as the "Corporation."

**II.
Purposes**

The purpose of the Corporation is to transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

**III.
Principal Office and Registered Agent**

The principal office of the Corporation is 3935 Torrey Pines Blvd, Sarasota, FL 34238-2834. The Corporation may maintain offices and/or transact business at other locations, either within or without the State of Florida. The name and address of the registered agent for service of process upon the Corporation is Chris M. Vorbeck P.A., 1801 Glengary Street, Sarasota, Florida 34231.

**IV.
Duration**

The duration of the Corporation shall be perpetual.

**V.
Initial Business**

The initial business of the Corporation shall be: The marketing, distribution and production of cd-rom business cards and other forms of media and marketing tools and products.

VI.
Capital Stock

The Corporation is authorized to issue only one class of shares of stock which shall be designated Common Stock. The total number of shares the Corporation shall have authority to issue is 10,000, each share to have a par value of \$ 0.01.

VII.
Incorporators

The names and mailing addresses of the incorporators are:

<u>Incorporator Name</u>	<u>Incorporator Address</u>
David Watkins	3935 Torrey Pines Blvd, Sarasota, FL 34238

VIII.
Directors

The number of directors constituting the initial Board of Directors of the Corporation is: two. The name(s) and address(es) of the person(s) who is/are appointed to act as the initial director(s) of the Corporation is/are:

<u>Director Name</u>	<u>Director Address</u>
David Watkins	_____ 3935 Torrey Pines Blvd, Sarasota, FL 34238
Hugh Morgan	3075 Courtland Street, Sarasota, FL 34237

IX.
No Personal Liability

The private property of the stockholders shall not be subject to the payment of corporate debts.

X.
Operating Provisions

The provisions for the operation, regulations, and management of the business and internal affairs of the Corporation shall be as set forth in the Bylaws, which may be amended from time to time by a majority vote of a quorum of the Board of Directors.

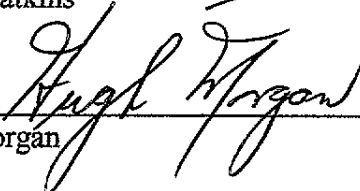
XI.
Fiscal Year

The fiscal year of the Corporation shall be from January 1st to December 31st of each year.

IN WITNESS WHEREOF, we have hereunto set our hands and seals on this, the 9 day of December, 1999.



David Watkins



Hugh Morgan

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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00 JAN 14 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1 The name of the corporation is: E-BIZ MARKETING, INC.

2. The name and address of the registered agent and office is:

Chris M Vorbeck
(Name)
1801 E Langtry Street
(P.O. Box not acceptable)
Sarasota, FL 34231
(City/State/Zip)

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.

Chris M Vorbeck
(Signature)

1/10/2000
(Date)