

**ARTICLES OF INCORPORATION
OF**

ACCU-PRICE CORPORATION

APPROVED BY
1-6-2000

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is **ACCU-PRICE CORPORATION**

ARTICLE II - DURATION

This corporation shall exist in perpetuity commencing on the date of the execution and acknowledgement of these Articles.

The effective date shall be
01-06-2000.

ARTICLE III - PURPOSE

This corporation is organized for the purpose to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue two million (2,000,000) shares of \$0.00005 par value common stock which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 101 Wymore Road, Suite 538, Altamonte Springs, Florida 32714, and the name of the initial registered agent of this corporation is MICHAEL J. GERRITY, 101 Wymore Road, Suite 538, Altamonte Springs, Florida 32714, who by his signature at the end hereof, accepts such designation.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the By-Laws of this corporation, in the manner provided by law, but shall never be fewer than one (1).

The name and address of the initial director of this corporation are:

<u>Name</u>		<u>Title</u>
MICHAEL J. GERRITY	101 Wymore Road, Suite 538 Altamonte Springs, Florida 32714.	President/Treasurer Secretary

ARTICLE VII - INITIAL PLACE OF BUSINESS

The initial place of business of this corporation shall be 101 Wymore Road, Suite 538, Altamonte Springs, Florida 32714, with the privilege of having branch offices within or without the State of Florida.

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation are: MICHAEL J. GERRITY, 101 Wymore Road, Suite 538, Altamonte Springs, Florida 32714.

ARTICLE IX - INDEMNIFICATION

This corporation shall have the power to indemnify, to the maximum extent permitted by law, as amended from time to time, by express provision in its By-Laws, by agreement, or by majority vote of either its shareholders or disinterested directors, present or former shareholders, directors and/or officers, agents, and/or employees of this corporation.

ARTICLE X - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

25th IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this day of November, 1999.

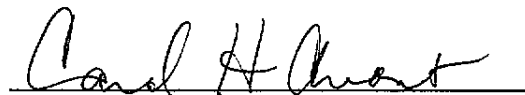

MICHAEL J. GERRITY, Incorporator

STATE OF FLORIDA

COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, personally appeared MICHAEL J. GERRITY, to me known to be the person who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he executed such instrument for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 25th day of November, 1999.


Notary Public, State of Florida
My commission expires:



Having been named Registered Agent for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Date

11/25/99

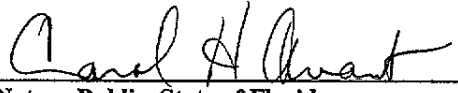

MICHAEL J. GERRITY, Registered Agent

STATE OF FLORIDA

COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, this day personally appeared MICHAEL J. GERRITY, to me personally known to known, who after being first duly sworn deposes and says that he signed the foregoing Certificate of Acceptance of registered Agent freely, voluntarily and for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 25th day of November, 1999.


Notary Public, State of Florida
My commission expires:

