

LAW OFFICES OF
ANDREW E. FARBER, P.A.

23123 STATE ROAD 7
SUITE 350-B
BONNAYTON, FLORIDA 34288

ANDREW E. FARBER

TELEPHONE: (561) 451-1969
FAX: (561) 883-1962

OF COUNSEL:
ELLIOT GREENE

January 12, 2000

Via Express Mail
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

100003105171--S
-01/20/00-01115--005
*****70.00 *****70.00

Re: Golden Years e*Source Corporation
Partner's Deli, Inc.
Zoemaz Corporation

Gentlemen:

Enclosed please find:

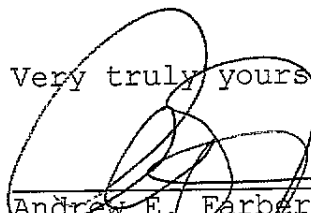
i) an original of Articles of Incorporation and one photocopy
for each of the above referenced corporations;

ii) a check for \$70.00 representing the filing fee and fee for
registered agent designation for each of the above referenced
corporations.

Please file the each of the enclosed Articles and return a
stamped copy thereof to the undersigned at the address at the top
of this letter.

Thank you for your assistance. If you have any questions,
please do not hesitate to contact me.

Very truly yours,



Andrew E. Farber
For the Firm

AEF/rb
enclosures

FILED
JAN 20 PM 2:44
DIVISION OF STATE
TALLAHASSEE FLORIDA

CB
1-20-00
5

Articles of Incorporation
of
Golden Years e*Source Corporation

FILED
00 JAN 20 PM 2:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article I - Name

The name of this corporation is Golden Years e*Source Corporation.

Article II - Commencement

The existence of this corporation shall commence with the filing of these Articles of Incorporation.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000,000 shares of common stock, \$.0001 par value per share and 5,000,000 shares of preferred stock, \$.0001 par value per share with such rights and preferences as determined by the Board of Directors.

Article V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 23123 State Road 7, Suite 350B, Boca Raton, Florida

33428 and the name and address of the initial registered agent is Andrew E. Farber, 23123 State Road 7, Suite 350B, Boca Raton, Florida 33428.

Article VI - Principal Office

The principal office and mailing address of this corporation shall be 23123 State Rd. 7, Suite 350-B, Boca Raton, Florida 33428.

Article VII - Initial Board of Directors

This corporation shall have one director initially. The number of directors shall be established by the bylaws and may be either increased or diminished from time to time as provided in the bylaws. The name and address of the initial director is:

Andrew Farber 23123 State Rd. 7, Suite 350-B
Boca Raton, FL 33428

Article VIII - Incorporator

The name and address of the person signing these Articles is:
Andrew E. Farber, 23123 State Road 7, Suite 350B, Boca Raton,
Florida 33428.

Article IX - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

Article X - Indemnification

Subject to the qualifications contained in Section 607.0850, Florida Statutes, this corporation shall indemnify its officers and directors and former officers and directors against expenses (including attorney's fees), judgments, fines and amounts paid in settlement arising out of his or her services as an officer or director of the corporation.

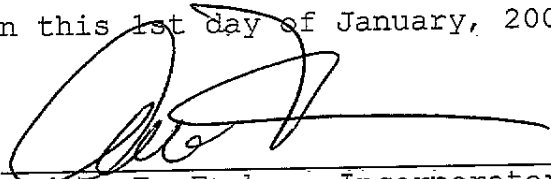
Article XI - Amendment

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

Article XII - Elections

The corporation expressly elects not to be governed by the provisions of Sections 607.0901 and 607.0902 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1st day of January, 2000.


Andrew E. Farber, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
00 JAN 20 PM 2:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

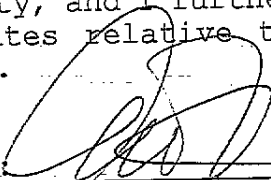
FIRST -- Golden Years e*Source Corporation, DESIRING TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH
ITS PRINCIPAL PLACE OF BUSINESS LOCATED AT 23123 STATE Rd. 7, SUITE
350-B, IN THE CITY OF BOCA RATON, STATE OF FLORIDA, HAS NAMED
ANDREW E. FARBER, LOCATED AT 23123 STATE ROAD 7, SUITE 350-B, CITY
OF BOCA RATON, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.

SIGNATURE: 
Andrew E. Farber

TITLE: INCORPORATOR

DATE: January 1, 2000.

Having been named to accept service of process for the above
stated 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.

SIGNATURE: 
Andrew E. Farber, Registered
Agent

DATE: January 1, 2000.