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March 27, 2000

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

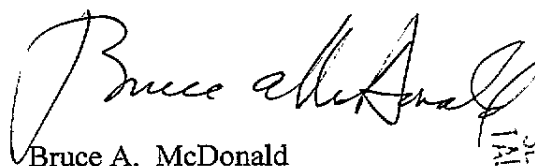
RE: Web Star Marketing, Inc.

Dear Sir:

Enclosed please find Articles of Incorporation for the referenced new corporation. Please file same and provide us with the filing information on the enclosed copy. My check in the amount of \$70 is enclosed to cover the filing fees.

If you have any questions please do not hesitate to contact me.

Yours truly,



Bruce A. McDonald

BAM/ds
Enclosures

EFFECTIVE DATE
3-24-00

FILED
00 MAR 28 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C.O.
4-3-00

EFFECTIVE DATE
3-24-00

ARTICLES OF INCORPORATION
OF
WEB STAR MARKETING, INC.

FILED
00 MAR 28 AM 11: 50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 Web Star Marketing, Inc.

ARTICLE II

DURATION

This corporation shall exist perpetually, commencing upon the date of execution of these Articles.

ARTICLE III

PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States.

ARTICLE IV

PRINCIPAL OFFICE; MAILING ADDRESS

The principal office is located at 4300 Bayou Blvd., Suite 13, Pensacola, Florida. The mailing address of the corporation is 4300 Bayou Blvd., Suite 13, Pensacola, Florida 32503.

ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE VI

PREEMPTIVE RIGHTS

Every shareholder upon the sale of any new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 4300 Bayou Blvd., Suite 13, Pensacola, Florida 32503, and the name of this corporation's initial registered agent is Bruce A. McDonald.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is two (2), whose name and address is:

Bruce A. McDonald
4300 Bayou Blvd., Suite 13
Pensacola, FL 32503

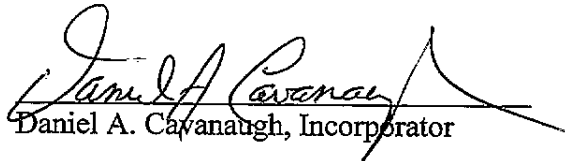
Daniel A. Cavanaugh
617 S.E. Baublits
Pensacola, FL 32507

ARTICLE IX

INCORPORATOR(S)

The name and address of the incorporator is Daniel A. Cavanaugh, 617 S.E. Baublits,
Pensacola, FL 32507.

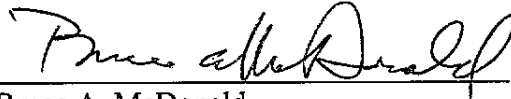
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles
of Incorporation this 24th day of March, 2000.


Daniel A. Cavanaugh, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Bruce A. McDonald, hereby accept the appointment as Registered Agent for Web Star Marketing, Inc., 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 as set forth in its Articles of Incorporation being filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 24th day of March, 2000.


Bruce A. McDonald

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FILED
MAR 28 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA