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ANTHONY E. PUCILLO, P.A.

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West Palm Beach, FL 33407
(407) 626-0999
FAX: (407) 626-9636

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****126.50 ****78.75

March 30, 2000

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

Re: The Intershop Network, Inc.

Dear Sirs:

Please find enclosed for filing the original and one copy of the Articles of Incorporation for The Intershop Network, Inc. Also enclosed is our check in the amount of \$126.50 to cover the necessary filing fees.

If you should have any questions in regard to the above matter, please do not hesitate to contact this office at ~~(407) 655-1200~~. Thank you.

800-749-1200

Sincerely yours,

Anthony Pucillo
Anthony E. Pucillo *AMP*

AEP/smp
Enclosures

gk 4/6

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be 12795 Wilderness Drive, Palm Beach Gardens, Florida 33418, and the name of the initial registered agent of the corporation at that address is Anthony E. Pucillo.

ARTICLE V - TERM OF EXISTENCE

The corporation shall exist in perpetuity, commencing March 30, 2000.

ARTICLE VI - DIRECTORS

This corporation shall initially have three (3) Directors. The maximum number of Directors of the corporation is seven (7). The names and addresses of the initial Directors :

Robert A. Goldberg
779 Northlake Blvd.
North Palm Beach, FL 33408

Chu Young Lee
779 Northlake Blvd.
North Palm Beach, FL 33408

Derek F. Wray
779 Northlake Blvd.
North Palm Beach, FL 33408

ARTICLE VII - OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed, are:

Anthony E. Pucillo, 12795 Wilderness Drive, Palm Beach Gardens,
Florida 33418

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Anthony E. Pucillo
12795 Wilderness Drive
Palm Beach Gardens, FL 33418

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended by a majority interest of the shareholders of the corporation at a meeting duly called for such purpose.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30th day of March, 2000.



Anthony E. Pucillo, Subscriber

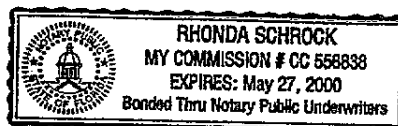
STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by Anthony E. Pucillo, who is personally known to me or who has produced a driver's license as identification and who did take an oath, this 30th day of March, 2000.



Notary Public, State of Florida



CERTIFICATE DESIGNATING REGISTERED
OFFICE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

FILED
03-28-01 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, and Chapter 607.034, Florida Statutes, the following is submitted in compliance with said Act:

That The Intershop Network, Inc., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation at the City of West Palm Beach, Florida, hereby appoints Anthony E. Pucillo, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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 agree to comply with the provisions of said Act relative to keeping open said office.



Anthony E. Pucillo
Registered Agent

DATED: 3/30/01