

70000036382

Steven J. Cooper, the registered office is at 4001 Santa Barbara Blvd.,

Naples, FL 34104. The registered offices' phone number is 941.514.3901.

City/State/Zip	Phone #	700003172577--6 -03/16/00--01064--013 *****70.00 *****70.00
		Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- _____
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(Corporation Name) (Document #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- Walk in
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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name
- 192-611
- 167-192

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials 4-11
WC

**ARTICLES OF INCORPORATION
OF
HOLGER WEB SERVICES, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopt the following articles of incorporation:

ARTICLE I

NAME

The name of the corporation is HOLGER WEB SERVICES, INC.

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The corporation is formed to provide internet web services and to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 7,500, all of which shall be common shares with a par value of \$1.00.

ARTICLE V

PRINCIPAL OFFICE, REGISTERED OFFICE & MAILING ADDRESS

The principal place of business and mailing address of the corporation is 322-1 Avenue N.E., Suite 102, Calgary, AB, T2EOB2. The name of the initial registered agent is

Steven J. Cooper, the registered office is at 4001 Santa Barbara Blvd., Naples, FL 34104. The registered offices' phone number is 941.514.3901.

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the following is submitted in compliance with said act:

That, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the County of Collier, State of Florida, has named Steven J. Cooper, located at 4001 Santa Barbara Blvd., Naples, County of Collier, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

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TALLAHASSEE, FLORIDA

Steven Cooper

Steven J. Cooper, Registered Agent

3/30/00

Date

ARTICLE VI

MANAGEMENT

The business of the corporation shall be managed by the stockholders of the corporation rather than by a board of directors.

ARTICLE VII

INCORPORATORS, SUBSCRIBERS, STOCKHOLDERS AND OFFICERS

The initial subscribers, stockholders and officers are:

Dave Cruickshank 322-1 Avenue N.E., Suite 102, Calgary, AB, T2EOB2.

President

ARTICLES VIII

COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence when these Articles are filed with the office of the Secretary of State, State of Florida.

IN WITNESS WHEREOF, I have subscribed my name this 30th day of March, 2000.

Dave Cruickshank

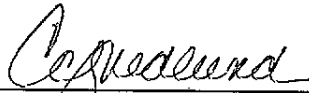
Dave Cruickshank, President

STATE OF FLORIDA

COUNTY OF COLLIER

On this 30th day of March, 2000, before me personally
Appeared Dave Cruickshank, Drivers License Number 541-998-0474 and known to me
to be the person(s) whose names are subscribed to the within instrument,
and acknowledged that they executed the same for the purpose therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Notary Public - Certificate # CC774734
My Commission Expires: 09/13/2002