

PO0000036683

JACOBY & BRIMO

ATTORNEYS AT LAW

KENNETH N. JACOBY
ANTHONY N. BRIMO

1423 SOUTH PATRICK DRIVE
SATELLITE BEACH, FLORIDA 32937
TELEPHONE (321) 773 - 1997

April 4, 2000

Corporate Records Bureau
Division of Corporations
Secretary of State
P.O. Box 6327
Tallahassee, Florida 32301

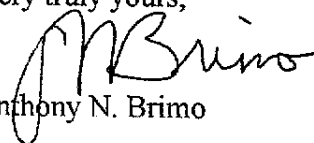
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-04/06/00- -01066--017
****122.50 *****78.75

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation of e-exhibit.com Inc. to be filed with your office. Also enclosed is our check in the amount of \$122.50 for the filing fee in this matter.

Thank you for your assistance.

Very truly yours,


Anthony N. Brimo

ANB/td
enclosure (chk #1314)

FILED
00 APR 6 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

e-exhibit.com Inc.

ARTICLE I - NAME

The name of the corporation is e-exhibit.com Inc.

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The general purpose of this corporation is to engage in the transaction of any or all business permitted under the laws of the United States and the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is six million (6,000,000) shares of common stock, no par value.

**ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS AND
PRINCIPLE OFFICE ADDRESS**

The street address of the initial registered office of this corporation is 1227 S. Patrick Drive, #301, Satellite Beach, FL 32937. The name of the initial registered agent at that address is EUGENE RETSKE.

The principal office of the corporation and its mailing address is 1227 S. Patrick Drive, #301, Satellite Beach, FL 32937.

ARTICLE VI - DIRECTIONS

The corporation shall have two (2) directors initially whose names and addresses are as follows:

FILED
00 APR -6 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NAME

ADDRESS

EUGENE RETSKE

1227 S. Patrick Drive, #301
Satellite Beach, FL 32937

HARVEY D. STARIN

1227 S. Patrick Drive, #301
Satellite Beach, FL 32937

The number of directors may be changed according to the by-laws of this corporation.

ARTICLE VII - SUBSCRIBER

The name and address of the incorporator of this corporation is as follows:

NAME

ADDRESS

EUGENE RETSKE

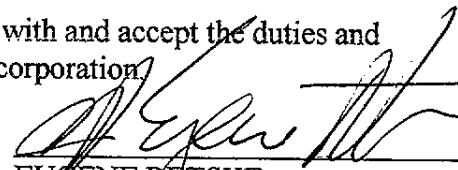
1227 South Patrick Drive, #301
Satellite Beach, FL 32937

IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation this 31 day of March, 2000.


INCORPORATOR - EUGENE RETSKE

ACCEPTANCE BY REGISTERED AGENT

I hereby acknowledge I am familiar with and accept the duties and responsibilities as registered agent for said corporation.


EUGENE RETSKE
1227 South Patrick Drive, #301
Satellite Beach, FL 32937

SWORN TO AND SUBSCRIBED before me this 31st day of March, 2000.


NOTARY PUBLIC

My commission expires:

NOTARY PUBLIC - STATE OF FLORIDA
ELIZABETH F. LOVITT
COMMISSION # CC757575
EXPIRES 7/8/2002
BONDED THRU ASA 1-888-NOTARY1

FILED
00 APR - 6 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CONSENT TO ARTICLES OF INCORPORATION
AND USE OF FICTITIOUS NAME**

STATE OF FLORIDA
COUNTY OF BREVARD

On this day personally appeared before me, the undersigned authority, duly authorized to administer oaths and take acknowledgments, EUGENE RETSKE who, after being by me first duly questioned and sworn, upon his oath, deposes and says:

1. Affiant is EUGENE RETSKE, president of International Insider Reports, Inc., a Florida corporation.
2. International Insider Reports, Inc. is the registered owner of the fictitious name e-exhibit.com under registration number G99328900123.
3. International Insider Reports Inc. consents to the attached Articles of Incorporation for e-exhibit.com, Inc. and further consents to the use of the name e-exhibit.com by e-exhibit.com, Inc.

FURTHER AFFIANT SAYETH NAUGHT.



EUGENE RETSKE, AFFIANT

SWORN TO AND SUBSCRIBED before me this 31st day of March, 2000.



NOTARY PUBLIC

My commission expires:

NOTARY PUBLIC - STATE OF FLORIDA
ELIZABETH F. LOVITT
COMMISSION # CC757575
EXPIRES 7/8/2002
BONDED THRU ASA 1-888-NOTARY1