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Florida Department of State

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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

BIZ TOOLS.COM, INC.

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ARTICLES OF INCORPORATION
OF
BIZ TOOLS.COM, INC.
A FLORIDA CORPORATION

The undersigned, acting as Incorporator of BIZ TOOLS.COM, INC., a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is BIZ TOOLS.COM, INC. and the street address of the initial principal office of the Corporation is 2400 East Commercial Blvd., Suite 221, Fort Lauderdale, FL 33316.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue 20,000,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 100 Northeast Third Avenue, Suite 1100, Fort Lauderdale, Florida 33301 and the name of the initial Registered Agent of the Corporation at that address is EMO Corporate Services, Inc.

ARTICLE V

INCORPORATOR

The name and address of the Incorporator of the Corporation is:

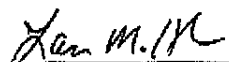
Name

Address

Laura M. Holm, Esquire

English, McCaughan & O'Bryan, P.A.
100 Northeast Third Avenue
Suite 1100
Fort Lauderdale, FL 33301

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 10th day of May 2000.



LAURA M. HOLM, Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for BIZ TOOLS.COM, INC., as stated in the foregoing Articles of Incorporation, we hereby accept the appointment as Registered Agent and agree to act in this capacity. We further agree to comply with the provisions of the Florida Business Corporation Act relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as Registered Agent.

EMO CORPORATE SERVICES, INC.,
Initial Registered Agent

Dated: May 10, 2000

By: Debra H. Chrystie
DEBRA H. CHRYSTIE, Assistant
Secretary

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