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Florida Department of State
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To: Division of Corporations
Fax Number : (850)922-4001

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.**PLANET COMMERCE, INC.**

Certificate of Status	0
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DIVISION OF CORPORATIONS
00 JUN 13 AM 9:27

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ARTICLES OF INCORPORATION

OF

PLANET COMMERCE, INC.

The undersigned Incorporator to these Articles of Incorporation, a Florida corporation, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. CORPORATE NAME.

The name of this Corporation is:

Planet Commerce, Inc.

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ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One Hundred (100) shares of common stock having a par value of One (\$1.00) Dollar per share. Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

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ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence.

ARTICLE V. PRINCIPAL OFFICE AND MAILING ADDRESS.

The principal office and mailing address of the Corporation is:

1050 S.W. 46th Avenue
#207
Pompano Beach, FL 33069

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Stephen A. Weiss
1050 S.W. 46th Avenue
#207
Pompano Beach, FL 33069

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS.

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the Shareholders, but shall never be less than one (1).

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ARTICLE VIII. INITIAL DIRECTORS.

The names of the initial Directors of this Corporation and street addresses are:

Stephen A. Weiss
1050 S.W. 46th Avenue
#207
Pompano Beach, FL 33069

Ruth B. Zelkowitz
7799 Trent Drive
Tamarac, FL 33321

ARTICLE IX. INCORPORATOR.

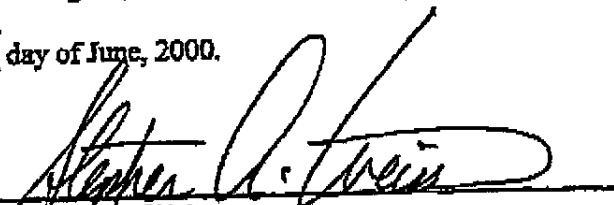
The name and street address of the person signing these Articles of Incorporation as the Incorporator are:

Stephen A. Weiss
1050 S.W. 46th Avenue
#207
Pompano Beach, FL 33069

ARTICLE X. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation this 7th day of June, 2000.


Stephen A. Weiss

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

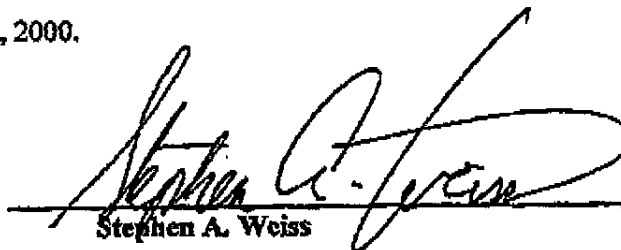
Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted in compliance with said Sections:

That Planet Commerce, Inc., desiring to organize under the laws of the State of Florida, has named Stephen A. Weiss located at 1050 S.W. 46th Avenue, #207, Pompano Beach, Florida 33069, Broward County, State of Florida, as 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, Stephen A. Weiss hereby accepts the appointment, acknowledges that he is familiar with and accepts the obligations of that position, and agrees to comply with the provisions of the Florida Corporation Act relative to keeping open said office.

Dated this 7th day of June, 2000.


Stephen A. Weiss

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