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

From: Account Name : EAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

FLORIDA PROFIT CORPORATION OR P.A.

~~FLORIDA BANKERS INSURANCE GROUP, INC.~~

H M O P P O C O M A P A R E . C O M , ~~C O R P .~~
I N C

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 19, 2000

FAS-T

SUBJECT: EMOFFOCOMPARE.COM, INC.
REF: W00000015126

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please accept our apology for failing to mention this in our previous letter.

The registered agent and street address must be consistent wherever it appears in your document.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H00000031795
Letter Number: 000A00034071

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF INCORPORATION
OF
HMOPPOCOMPARE.COM, INC.

ARTICLE I - NAME

The Name of this Corporation is: HMOPPOCOMPARE.COM, INC.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE III - PURPOSE

This corporation may engage in any activity of business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICER AND AGENT

The name and street address of the initial registered officer of this corporation:
Humberto Gonzalez, 11300 NW 87th. Court No. 150, Hialeah Gardens, Florida 33018
The Principal Place of Business of the Corporation shall be:
11300 NW 87th. Court No. 150, Hialeah Gardens, Florida 33018.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the by-laws, but shall never be less than one (1). The name and address of the initial Director is:

Name:

Address:

Humberto Gonzalez
President

11300 NW 87th Court No. 150
Hialeah Gardens, FL 33018

Demar Enterprises Accounting Services, Inc.
1550 West 84th Street Suite 77, Hialeah, Florida 33014
Phone: 305-558-4947 Fax: 305-821-9794
email: demarinc@bellsouth.net

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ARTICLE VII- LAWS

The by laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder (s) or Director (s).

ARTICLE VIII- INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX- PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this corporation of the same kind class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

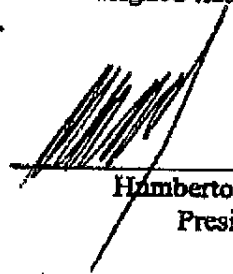
ARTICLE X- INCORPORATOR

The person signing these articles are: Humberto Gonzalez.

XI- AMENDMENT

This corporation reserve the right to amended or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHERE OF, the undersigned has executed these Articles of Incorporation, this 12 days of June of the year 2000.



Humberto Gonzalez
President

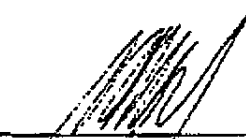
Demar Enterprises Accounting Services, Inc.
1550 West 84th Street Suite 77, Hialeah, Florida 33014
Phone: 305-558-4947 Fax: 305-821-9794
email: demarinc@bellsouth.net

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws on the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

First that **HMOFFOCOMPARE.COM, INC.** desires to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Dade County and has named **Humberto Gonzalez** as its agent to accept service of process within this state. **11300 NW 87th Court No 150, Hialeah Gardens, Florida 33018**

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 THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Humberto Gonzalez
Registered Agent

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