BJ ACCOUNTING ASSOCIATES, INC.
2800 W. OAKLAND PARK BLVD. SUITE 109; FT. LAUDERDALE, FL. 33311

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS P. O. BOX 6327 TALLAHASSEE, FLORIDA 32314

ATTENTION: INCORPORATION SECTION

REFERENCE: A AUCTION CORP.COM

100003295991--7 -06/19/00--01131--008 ******70.00 ******70.00

ENCLOSED HEREIN YOU WILL FIND COPIES EACH OF THE ARTICLES OF INCORPORATION AND YOUR FEE IN THE AMOUNT OF SEVENTY DOLLARS (\$70.00) TO COVER THE REQUIRED FILING CHARGES FOR THE ENCLOSED INCORPORATION.

PLEASE PROCESS AS SOON AS POSSIBLE AND FORWARD THE COMPLETED DOCUMENTS TO OUR ADDRESS:

BJ ACCOUNTING ASSOCIATES, INC. 2800 W. OAKLAND PARK BLVD. SUITE 109 FORT LAUDERDALE, FL. 33311

THANK YOU FOR YOUR COOPERATION IN THIS MATTER. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT THE ACCOUNTING OFFICE AT THE ADDRESS AND OR PHONE NUMBERS LISTED HEREIN. PHONE: (954) 731-2244 AND FAX US AT (954) 731-6688.

SINCERELY YOURS,

BETTY MARTIN

ENCS.

BM/B

PLEASE NOTE OUR NEW ADDRESS

00 JUN 19 PH 4: 18
SECRETARY OF STATE
TALLAHASSEE, FIORIE

Pd CK 1233

FILED

00 JUN 19 PM 4: 18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF '

A AUCTION CORP.COM

The undersigned Subscriber to these Articles of
Incorporation, a natural person competent to contract, hereby
present these Articles of Incorporation for the formation of
a corporation for profit under the laws of the State of
Florida, of the United States of America, by and under the
provisions and statutes of that State providing for the formation, liability, rights, privileges, benefits and obligations conferred and imposed by said law on corporations
organized pursuant to the provisions thereof, do hereby make,
subscribe, acknowledge and file these Articles of
Incorporation as follows:

ARTICLE I CORPORATE NAME

The name of this corporation shall be:
A AUCTION CORP.COM

ARTICLE II PURPOSE

The general nature and purpose of the business to be transacted by this corporation shall be:

To engage in every phase and aspect of an auction sales company.

To engage in any other type of lawful business for which the corporation or corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation shall be authorized to issue and have outstanding at any one time shall be limited to Six Hundred (600) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share.

ARTICLE IV

The amount of capital with which this corporation shall commence business is not less than Two Hundred Fifty Dollars (\$250.00).

$\begin{array}{c} \underline{\text{ARTICLE}} \ \underline{\textbf{V}} \\ \text{DURATION AND COMMENCEMENT OF EXISTENCE} \end{array}$

This corporation shall commence on the date of filing of the Articles of Incorporation and shall have perpetual existence unless dissolved according to law.

ARTICLE VI

The principal office and mailing address of this corporation shall be located at 3700 Heron Ridge Lane, Weston, Florida 33331. However, the address may be changed to another location at a later date.

ARTICLE VII SUBSCRIBER

The name and address of the subscriber to these Articles of Incorporation is:

LAWRENCE MOLTZ 6623 SALTAIRE TERRACE MARGATE, FLORIDA 33063

ARTICLE VIII BOARD OF DIRECTORS

The Directors constituting the initial Board of Directors shall be three (3) in number at this time but may change at any time thereafter. The names and addresses of the persons who will serve as board members are:

LAWRENCE MOLTZ 6623 SALTAIRE TERRACE MARGATE, FLORIDA 33063 GARY ANDERSEN 5720 N. W. 62ND MANOR PARKLAND, FLORIDA 33067

MARK OCHRACH 3700 HERON RIDGE LANE WESTON, FLORIDA 33331

ARTICLE IX

The original incorporator of this corporation shall have the right upon its organization to assign and deliver his subscription of stock or a specified number of stock shares thereof to any other person or to firms or corporations who may hereafter become subscribers to the capital stock of said corporation; who upon acceptance of such assignment, shall stand in lieu of the incorporator and assume and carry out all the rights, liabilities and duties

entailed by said subscriptions subject to the laws of the State of Florida and the execution of these instruments of assignment.

ARTICLE X

The names and addresses of the corporate officers of this corporation and the corporate offices held until a successor and or successors are elected are:

LAWRENCE MOLTZ 6623 SALTAIRE TERRACE MARGATE, FL. 33063

GARY ANDERSEN 5720 N. W. 62ND MANOR PARKLAND, FLORIDA 33067

PRESIDENT

VICE PRESIDENT

MARK OCHRACH 3700 HERON RIDGE LANE WESTON, FLORIDA 33331

SECRETARY/TREASURER

ARTICLE XI

The corporation shall indemnify any Officer or Director to the full extent as permitted by law.

ARTICLE XII STOCKHOLDERS

The names and addresses of the stockholders of this corporation and the number of shares owned are:

GARY ANDERSEN 5720 N. W. 62ND MANOR PARKLAND, FLORIDA 33067

LAWRENCE MOLTZ 6623 SALTAIRE TERRACE MARGATE, FL. 33063

20% (TWENTY PERCENT)

40% (FORTY PERCENT)

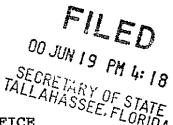
MARK OCHRACH 3700 HERON RIDGE LANE WESTON, FLORIDA 33331

40% (FORTY PERCENT)

ARTICLE XIII

The corporation reserves the right to amend, alter, change or repeal any provision or provisions thereof, contained in these Articles of Incorporation in the same manner now or hereafter prescribed by Statute, and all rights conferred upon its stockholders herein are granted subject to this condition.

LAWRENCE MOLTZ



DESIGNATED REGISTERED AGENT AND OFFICE

The designated registered agent and office of A AUCTION CORP.COM is:

LAWRENCE MOLTZ 6623 SALTAIRE TERRACE MARGATE, FLORIDA 33063

and he will accept service of process for the above stated corporation at the place designated herein.

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.

LAWRENCE_MOLTZ

DATE: ___06-14-00

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