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Bannerwar.com, Inc.
3300 N. University Drive, Suite 901
Coral Springs, FL 33065
1-888-828-6270

Dear Division of Corporations:

Please find enclosed the following documents for registration of Bannerwar.com, Inc.:

- Check for \$87.50 payable to Florida Dept. of State for Filing Fee, Designation of Registered Agent, and Certified Copy
- Articles of Incorporation

If you need any further assistance, please contact me at:

Bannerwar.com, Inc.
3300 N. University Dr.
Suite 901
Coral Springs, FL 33065
(Tel) 1-888-828-6270
(Fax) 1-954-255-6041

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*****87.50 *****87.50

Thank you.

Sincerely yours,

Geoff Gazda

FILED
00 JUN 28 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 15, 2000

GEOFF GAZDA
3300 N. UNIVERSITY DRIVE
SUITE 901
CORAL SPRINGS, FL 33065

SUBJECT: BANNERWAR.COM INC.
Ref. Number: W00000015268

We have received your document for BANNERWAR.COM INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The document must have original signatures.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6925.

Angela Revell
Document Specialist

Letter Number: 000A00034294

ARTICLES OF INCORPORATION
OF

BANNERWAR.COM, INC.

FILED

00 JUN 28 AM 9:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be: Bannerwar.com Inc.

The principal place of business of this corporation shall be: 3300 N. University Dr., Suite 901, Coral Springs, FL 33065

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 1,000 shares @ per value of .01 per share

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Stuart Krost
President & Director
3300 N. University Dr., Suite 901
Coral Springs, FL 33065

Heinz Haselmann
Treasurer & Director
3300 N. University Dr.
Suite 901
Coral Springs, FL 33065

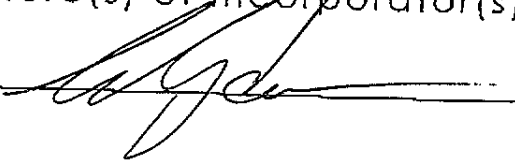
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Geoff Gazda
Secretary
3300 N. University Dr
Suite 901
Coral Springs, FL 33065

IN WITNESS WHEREOF, the undersigned incorporator(s)
has (have) executed these Articles of Incorporation
this, 10th day of June, 2000

Signature(s) of Incorporator(s)



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

Bannerwar.com Inc.

2. The name and address of the registered agent and office is:

Garland E. Harris 3300 N. University Dr., Suite 901
(P.O. BOX NOT ACCEPTABLE)

Coral Springs, FL 33065

(CITY/STATE/ZIP)

SIGNATURE

TITLE Executive Administrator

DATE

6/22/00

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE

6/22/00

FILED
00 JUN 28 AM 9:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA