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June 29, 2000

00 JUL 10 AM 11:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dept. of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Dear Sir/Madam:

Enclosed is one original of the Articles of Incorporation of
BETH-JAMINE INC.

Also enclosed is a check in the amount of \$70.00 per your request.
Your assistance is greatly appreciated.

Sincerely,

Beth - Jamine Johnson

BETH JOHNSON

Secretary

100003318091--9
-07/10/00--01108--002
*****70.00 *****70.00

PH 7/13/00

**ARTICLES OF INCORPORATION
OF
BETH-JAMINE INC.**

FILED

00 JUL 10 AM 11:19

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLE ONE

The name of the corporation is:

BETH-JAMINE INC.

and the principal office of the corporation is:

**8903 GLADES ROAD, #D2
BOCA RATON, FL 33434**

and the mailing address of the corporation is:

**8903 GLADES ROAD, #D2
BOCA RATON, FL 33434**

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is the transaction of any lawful business for which corporations may be incorporated under the Florida Corporation Act. The type of business to be transacted is internet related and other marketing services.

ARTICLE FOUR

The aggregate number of shares the corporation shall have authority to issue is 1000 shares of no par value stock.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$500 consisting of money and property actually received.

ARTICLE SIX

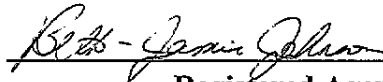
The street address of its initial registered office is :

8903 GLADES ROAD, #D2
BOCA RATON, FL 33434

and the name of its initial registered agent at such address is:

BETH JOHNSON

Having been named initial registered agent to accept service of process on the corporation at the initial registered office designated in these articles of incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto:



Registered Agent

ARTICLE SEVEN

The number of directors constituting the initial board of directors is one. The following person shall serve as the director until the first annual meeting of the shareholders or until the successors are elected and qualified is:

Name

Mailing address

BETH JOHNSON

8903 GLADES ROAD, #D2
BOCA RATON, FL 33434

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of the incorporator is:

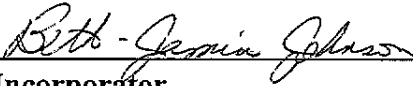
Name

Mailing address

BETH JOHNSON

**8903 GLADES ROAD, #D2
BOCA RATON, FL 33434**

signed,

A handwritten signature in cursive script, appearing to read "Beth-Jessica Johnson", is written over a horizontal line.

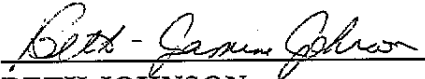
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE TEN

The powers of the incorporator cease upon filing of the Articles of Incorporation.

Hereby signed by the designated registered agent who accepts responsibility as the registered agent:


BETH JOHNSON
8903 GLADES ROAD, #D2
BOCA RATON, FL 33434