

LAW OFFICES OF
LARRY CROW, P.A.

LARRY CROW
BOARD CERTIFIED
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TARPON SPRINGS, FL 34688-0909

July 20, 2000

700000070581

State of Florida
Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

400003332604--8

-07/24/00--01018--003

****680.00 ****70.00

RE: Filing of UCANWATCH.COM, L.L.C.

To Whom It May Concern:

InvestD. Com, Inc.

Please find enclosed numerous Corporations to be filed and a Fictitious Name to be filed as well. Also enclosed is a check in the amount of \$680.00. Please call me directly if you have any questions in this regard. Thank you for your time and cooperation in this regard.

Very truly yours,

Cynthia R. Zimmerman
Cynthia R. Zimmerman
Paralegal

CRZ/lt
Enclosure

FILED
00 JUL 21 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH JUL 25 2000

ARTICLES OF INCORPORATION

OF

INVESTD.COM, INC.

The undersigned MICHAEL W. SCHRIVER does hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The names of this corporation shall be INVESTD.COM, INC.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted is any lawful purpose.

The corporation is organized for the purpose of transacting any and all other lawful business and is organized to do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall consist of One Thousand (1,000) shares of common stock with par value of One Dollar (\$1.00).

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence.

FILED
00 JUL 21 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered and corporate office of this corporation is 3606 US Highway 19 North, New Port Richey, FL 34652 and the name of the initial registered agent of this corporation at that address is MICHAEL W. SCHRIVER.

ARTICLE VI

MANAGEMENT OF BUSINESS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of this corporation shall be managed under, the direction of the shareholders of this corporation. This corporation will have not have directors.

ARTICLE VII

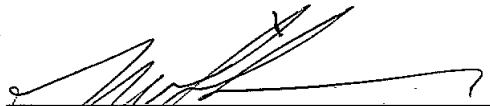
OFFICERS OF THE CORPORATION

The officers of the corporation shall be MICHAEL W. SCHRIVER, President and Secretary.

ARTICLE VIII

INCORPORATORS

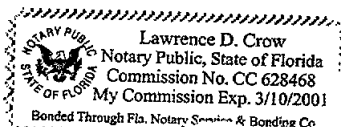
The name and address of the initial incorporator to these Articles of Incorporation are:

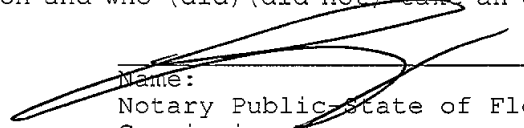

Michael W. Schriver

Michael W. Schriver
3606 US Highway 19 North
New Port Richey, FL 34652

STATE OF FLORIDA)
) SS:
COUNTY OF PINELLAS)
 PASCO.

The foregoing instrument was acknowledged before me this 10 day of July, 2000, by Michael Schriver who is personally known to me or who has produced () a Driver's License or Non-Driver's I.D. issued by Florida or any other U.S. State; () a U.S. Passport or a Foreign Passport stamped by the U.S. Immigration and Naturalization Services; () a U.S. Military I.D.; () a Canadian or Mexican Driver's License issued by an official agency; () for an inmate in custody, an I.D. issued by the Florida Department of Corrections, as identification and who (did) (did not) take an oath.



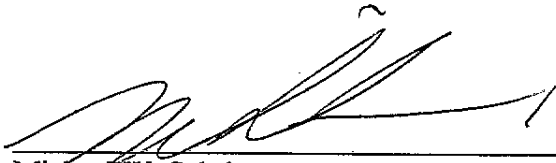

Name: _____
Notary Public-State of Florida
Commission No.: _____

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 608, Florida Statutes, the undersigned limited liability company, 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 Company is INVESTD.COM, INC.
- 2.) The name and address of the registered agent and office is:

Michael W. Schriver
3606 US Highway 19 North
New Port Richey, FL 34652



Michael W. Schriver
President

Date: 7/10/00

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY 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.

By: 

Michael W. Schriver

Date: 7/10/00

FILED
00 JUL 21 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA