

BRODIE & PAWLUC
COUNSELLORS AT LAW

PO00000071278
Jul 20

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

500003333915--6
-07/24/00--01135--006
****157.50 *****78.75

Re: RetailLand.com, Inc.
Todayinflorida.com, Inc.

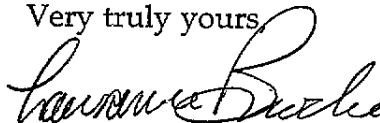
Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of each of the above corporations and a check in the amount of \$157.50 (\$35.00-filing fee, \$35.00-Registered Agent Designation, and \$8.75-certified copy for each corporation). Upon filing, please return a certified copy of the Articles of Incorporation.

From: Brodie & Pawluc
525 Camden Avenue
Stuart, FL 34994
Telephone: (561) 221-0110

Thank you in advance for your attention to this matter.

Very truly yours



Lawrence P. Brodie

rlb
Enclosures

FILED
00 JUL 24 PM 1:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA


T BROWN JUL 26 2000

ARTICLES OF INCORPORATION
OF
RETAILLAND.COM, INC.

FILED
00 JUL 24 PM 1:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. The name of this Corporation is RETAILLAND.COM, INC. (the "Corporation").
2. The street address of the initial principal office and mailing address of the Corporation is 729 S. Federal Highway, Suite 210, Stuart, FL 34994.
3. The Corporation shall have the authority to issue 10,000,000 shares of Common Stock, par value \$.001 per share.
4. The name and street address of the registered agent of the Corporation is Lawrence P. Brodie, 525 Camden Avenue, Stuart, FL 34994.
5. The name and address of the incorporator is Gregory F. Lombardo, 729 S. Federal Highway, Suite 210, Stuart, FL 34994.

Dated: July 20, 2000.



Gregory F. Lombardo, Incorporator

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

FILED
00 JUL 24 PM 1:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA


PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE 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 is RETAILLAND.COM, INC.
2. The name and address of the registered agent and office is:

Lawrence P. Brodie
525 Camden Avenue
Stuart, FL 34994

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.

Dated: July 20, 2000



Lawrence P. Brodie, Registered Agent