

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO0000086904

YOU SELL - WE SELL, INC.

600003392126--7

-09/13/00--01090--002

*****78.75 *****78.75

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

28

SEP 13 2000

RECEIVED

T SMITH SEP 13 2000

**ARTICLES OF INCORPORATION
OF
YOU SELL--WE SELL, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be YOU SELL - WE SELL, INC.

ARTICLE II: PRINCIPLE OFFICE

The principal place of office and mailing address of this corporation shall be:

725 Cape Coral Parkway West
Cape Coral, Florida 33914

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of one dollar (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

William T. Edy, Esq.
201 Nicholas Parkway West
Cape Coral, Florida 33991

FILED
00 SEP 13 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V: INCORPORATOR

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


BARBARA M. WATT
725 Cape Coral Parkway West
Cape Coral, Florida 33914

ARTICLE VI: DIRECTOR

The name and address of the one (1) director of the corporation is:

BARBARA M. WATT
725 Cape Coral Parkway West
Cape Coral, Florida 33914

The undersigned has executed these Articles of Incorporation this 11th day of September,
2000.


BARBARA WATT
Incorporator

W300-073-36-950-0
Florida Drivers License No.

STATE OF FLORIDA)
) ss.
COUNTY OF LEE)

On this 11th day of September, 2000, before me, the undersigned, a Notary Public in and for the said County and State, residing therein, duly commissioned and sworn, personally appeared BARBARA M. WATT, known to me to be the person whose name is subscribed to the within instrument, who has produced a Florida Drivers License as identification, and who did take an oath.


NOTARY PUBLIC

Michael V. Beauchemin
Commission No: CC728503
My Commission Expires: 6/29/02



Michael V. Beauchemin
MY COMMISSION # CC728503 EXPIRES
June 29, 2002
BONDED THRU TROY FAIN INSURANCE, INC

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

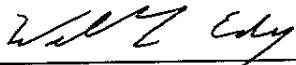
Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is YOU SELL- WE SELL, INC.
2. The name and address of the registered agent and office is:

WILLIAM T. EDY
201 Nicholas Parkway West
Cape Coral, Florida 33991

FILED
00 SEP 13 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.



WILLIAM T. EDY - Registered Agent
Dated: September 11, 2000