

Privateauction.net, Inc.
518 North Tampa Street Suite 290
Tampa, FL 33602-6255
(813) 221-1891

P00000091008

September 20, 2000

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

000003403730--0
-09/26/00-01018-001
*****122.50 *****78.75

Re: Privateauction.net, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very Truly Yours,


Rex Baldwin

Privateauction.net, Inc.
518 North Tampa Street Suite 290
Tampa, FL 33602-6255
(813) 221-1891

FILED
00 SEP 25 AM 9:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch SEP 27 2000

ARTICLES OF INCORPORATION

Of

Privateauction.net, Inc.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I – CORPORATE NAME

The name of the corporation is:

Privateauction.net, Inc.

ARTICLE II – DURATION

This Corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III – PURPOSE

The Corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV – CAPITAL STOCK

The corporation is authorized to issue Ten Million shares (10,000,000) of one Cent(s) (\$.01) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V – INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

Jorge F. Alonso
9714 - 121st Street, North
Seminole, Florida 33772

The principal office, if known, or the mailing address of the corporation is:

Privateauction.net, Inc.
518 North Tampa Street Suite 290
Tampa, Florida 33602-6255

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ARTICLE VI – INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the By - Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

Rex Baldwin
4806 Sierra Madre
Tampa, FL 33634-6255

Anthony J. Giustiniani
11563 Mandarin Forest Drive
Jacksonville, FL 32223

Paul D. Mercer
5113 Corvette Drive
Tampa, FL 33624

Bonnie J. Benson
502 Lakewood Drive
Brandon, FL 33510-4037

ARTICLE VII – INCORPORATORS

The names and addresses of the incorporator(s) signing these Articles of Incorporation are as follows:

Rex Baldwin
4806 Sierra Madre
Tampa, FL 33634-6255

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 20th day of September 2000.

[Signature] (Seal)

STATE OF FLORIDA

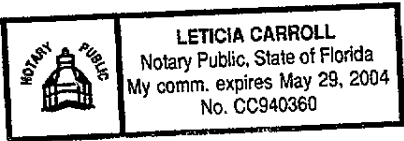
COUNTY OF ~~PINELLAS~~ Hillsborough.

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

Rex G. Baldwin

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that he executed these Articles of Incorporation, that I relied upon the form FDD of identification of the above named person as indicated opposite each name, and that oath was not taken.

Notary Public Stamp Seal



Witness my hand and official seal in the County and State last aforesaid this 22 day of Sept 2000

[Signature]
Notary Signature
Leticia Carroll
Printed Notary Signature

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

Privateauction.net, Inc.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

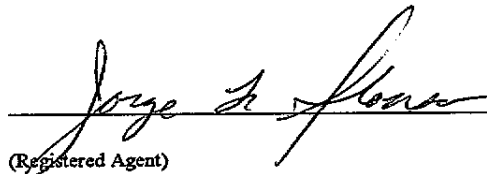
The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at

9714 – 121st Street, North
Seminole, Florida 33772

has named Jorge F. Alonso located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


(Registered Agent)

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