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FILED

Thomas C. Kirkland
4737 NE. 25th Avenue, #101
Fort Lauderdale, FL 33308

00 OCT 16 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 9, 2000

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

900003426249--4
-10/16/00--01112--021
*****78.75 *****78.75

Re: SuperSaver.com, Inc. - Articles of Incorporation

To Whom It May Concern:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for SharperSaver.com, Inc. Additionally enclosed is my check in the amount of \$78.75 for the applicable filing fee and a certified copy.

Please return the documentation to the following address:

Thomas C. Kirkland
4737 NE. 25th Avenue, #101
Fort Lauderdale, FL 33308

If there is anything further you require of me, I can be reached at 954.771.3823.

Sincerely,

Thomas C. Kirkland

Thomas C. Kirkland

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SharperSaver.com, Inc.**

THIS IS TO CERTIFY that we, the undersigned, do hereby associate ourselves into a corporation pursuant to the provisions of the laws of the State of Florida, providing the formation of corporations for profit, and the purposes and with powers hereinafter mentioned; and to that end, we do by this Certificate set forth:

**ARTICLE I
NAME**

The name of this corporation shall be SharperSaver.com, Inc.

**ARTICLE II
NATURE OF BUSINESS**

This corporation may also engage or interact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III
CAPITAL STOCK**

The number of shares of stock that this corporation is initially authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE IV
TERM OF EXISTENCE**

The term for which this corporation shall exist is perpetual.

**ARTICLE V
BOARD OF DIRECTORS**

There shall be no Board of Directors. The shareholders shall manage the corporation.

**ARTICLE VI
ADDRESS**

The address of the principle office of the corporation in the State of Florida is:

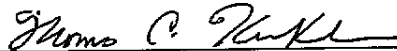
4737 NE 25th Avenue, #101
Fort Lauderdale, FL 33308

The shareholders may from time to time move the principal office to any other address in Florida and it may have such other places of business in the State of Florida as the nature and progress of the business of the corporation shall from time to time render necessary or desirable. Said corporation shall have the power to conduct its business outside the State of Florida, or in any or all states and territories of the United States, including the District of Columbia and in any or all foreign countries and may have one or more offices in any such locations.

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ARTICLE VII
REGISTERED AGENT

The name of the initial registered agent of the corporation is Thomas C. Kirkland, whose address is 4737 NE 25th Avenue, #101, Fort Lauderdale, FL 33308. I am familiar with and hereby accept the duties and responsibilities of registered agent for said corporation.


Thomas C. Kirkland

ARTICLE VIII
SUBSCRIBERS

Thomas C. Kirkland	500	4737 NE 25 th Avenue, #101 Fort Lauderdale, FL 33308
Michelle R. Kirkland	500	4737 NE 25 th Avenue, #101 Fort Lauderdale, FL 33308

ARTICLE IX
OFFICERS

The officers of the corporation shall hold office for the first year of the corporation's existence, subject to the by-laws of the corporation and the laws of the State of Florida.

The names and addresses of the officers are as follows:

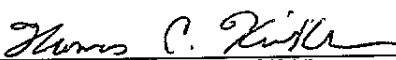
Thomas C. Kirkland	President	4737 NE 25 th Avenue, #101 Fort Lauderdale, FL 33308
Michelle R. Kirkland	Secretary	4737 NE 25 th Avenue, #101 Fort Lauderdale, FL 33308

ARTICLE X
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the shareholders, as a shareholder's meeting, by majority of the stock entitled to vote thereon.

ARTICLE X
INCORPORATOR

The name of the Incorporator of the corporation is Thomas C. Kirkland, whose address is 4737 NE 25th Avenue, #101, Fort Lauderdale, FL 33308.


Thomas C. Kirkland
Incorporator