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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

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**ARTICLES OF INCORPORATION
OF
INTERNET CLOSEOUTS & TECHNOLOGIES, INC.**

ARTICLE I - NAME

The name of the corporation is:

INTERNET CLOSEOUTS & TECHNOLOGIES, INC.

ARTICLE II - DURATION

The corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLES V - RIGHTS OF SHARE OF CAPITAL STOCK

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of outstanding common shares, each having one vote. Nothing in the Articles shall be construed to allow cumulative voting of shares.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be:

1020 S.W. 67 Avenue
Miami, Florida 33144

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the By-Laws adopted by the corporation. The name and address of the initial Director is:

JUAN GONZALEZ
1020 S.W. 67 Avenue
Miami, Florida 33144

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ARTICLE VIII - INCORPORATOR

The name and address of the incorporator and person signing these Articles is:

JUAN GONZALEZ
1020 S.W. 67 Avenue
Miami, Florida 33144

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Directors.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer and/or director or any former officer and/or director to the full extent permitted by law.

ARTICLE XI - INITIAL REGISTERED OFFICE AND AGENT

The name and street of the initial Registered Agent and Registered Office of the Corporation are:

JUAN GONZALEZ
1020 S.W. 67 Avenue
Miami, Florida 33144

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


JUAN GONZALEZ
Date: March 27, 2001

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ARTICLE XII - COMMENCEMENT OF CORPORATE EXISTENCE

Corporate existence shall be deemed to commence on March 27, 2001.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on March 27, 2001.

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JUAN GONZALEZ