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FILED
01 JUL -6 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 2, 2001

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

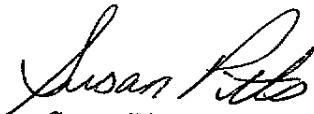
Re: Corporation

000004462740--4
-07/06/01--01088--002
*****78.75 *****78.75

To whom it may concern:

Enclosed you will find the Articles of Incorporation and registered agent designation forms for Accbiz.com, Inc. to be filed with the state of Florida. I have also enclosed a \$78.75 check for filing fees. If you have any questions, please contact me at (904) 260-3499.

Sincerely,
Accbiz.com, Inc.



Susan Pitts
Secretary/Registered Agent



GENERAL CONTRACTORS - DESIGN BUILD

3840 CROWN POINT ROAD
SUITE B
JACKSONVILLE, FL 32257

D. BROWN JUL 11 2001

ARTICLES OF INCORPORATION
OF
ACCBIZ.COM, INC.

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The undersigned, being a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME OF CORPORATION

The name of this corporation shall be:

ACCBIZ.COM, Inc.

ARTICLE II. GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. STOCK

The maximum number of shares of stock that this corporation shall be authorized to issue and have outstanding at any one time is 100 shares of common stock having no par value.

ARTICLE IV. CORPORATE EXISTENCE

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE V. ADDRESS OF CORPORATION

The street address of the principal office of the corporation is:

3840 Crown Point Road, Suite B, Jacksonville, Florida, 32257.

The Board of Directors may, from time to time, move the office to any other place in the State of Florida.

The corporation shall have, with the agreement of the Board of Directors, the privilege of establishing branch offices within the State of Florida or within any other State that the Board of Directors deem necessary and proper.

ARTICLE VI INITIAL REGISTERED OFFICE & AGENT

The name and address of the Registered Agent and the address of the Registered office of this corporation is:

Susan C. Pitts
3840 Crown Point Road
Jacksonville, Florida 32257.

ARTICLE VII. DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by by-laws adopted by the stockholders but shall never be less than one (1).

The name and address of the Director of the corporation is:

William G. Pitts
3840 Crown Point Road
Jacksonville, Florida 32257

Andrew N. Barth
3840 Crown Point Road
Jacksonville, Florida 32257

The bylaws of the corporation shall state the manner in which director is appointed.

ARTICLE VIII. SUBSCRIBERS

The name and address of the sole subscriber to these Articles of Incorporation is as follows:

SUSAN C. PITTS
3840 Crown Point Road
Jacksonville, Florida 32257

ARTICLE XI. OFFICERS

The names and addresses of the officers of the Corporation and the offices they will hold for the first year of existence unless sooner terminated in accordance with the bylaws to be adopted by the Corporation are as follows:

Andrew N. Barth
3840 Crown Point Road
Jacksonville, Florida 32257

President

Susan C. Pitts, Treasurer, Secretary

William G. Pitts Vice-President
3840 Crown Point Road
Jacksonville, Florida 32257

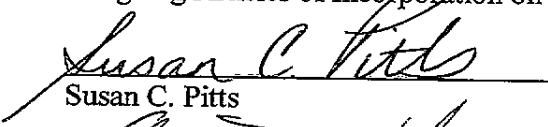
ARTICLE IX. SELF DEALING

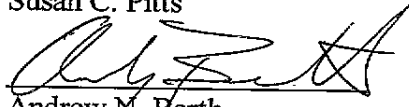
No contract or other transaction between the corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the Directors of the Corporation is or are directors or officers of such corporation; and any director or directors, individually or jointly, may be a party or parties to or may be interested in any such contract or transaction of the corporation or in which the corporation is interested; and no contract, act or transaction, in the absence of fraud, shall be affected or invalidated by the fact that any director or directors of the corporation is a party or are parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation; and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in anywise interested. Any director of the corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled corporation.

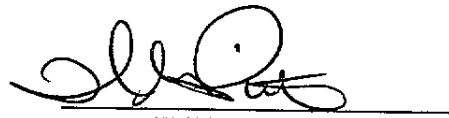
ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereupon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as incorporators, have executed the foregoing Articles of Incorporation on the 24th day of July, 2001.


Susan C. Pitts


Andrew N. Barth


William G. Pitts

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE,
ACCEPTANCE AS REGISTERED AGENT**

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TALLAHASSEE, FLORIDA

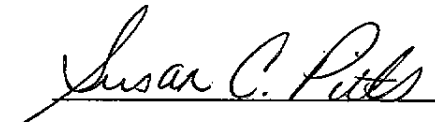
In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST, that Accbiz.com, Inc., desiring to organize under the laws of the State of Florida with its principal place of business at 3840 Crown Point, Suite B, Jacksonville, Florida, 32257, has named SUSAN C. PITTS, at the same address, as its Agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby agree to accept the designation as Registered Agent and to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida Statutes.

The undersigned is familiar with and accepts the duties and responsibilities as registered agent for Accbiz.Com, Inc. , a Florida Corporation.

REGISTERED AGENT


SUSAN C. PITTS

STATE OF FLORIDA
COUNTY OF DUVAL

Sworn to and subscribed before me this 24th day of July, 2001, by SUSAN C. PITTS who is personally known to me.

