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September 18, 2001

CORPORATE RECORDS BUREAU

VIA FEDERAL EXPRESS

Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Incorporation of **CONSUMER DATA CENTER, INC.** and
CONSUMER BUYING CLUB, INC.

900004603888--0
-09/21/01-01038--001
****140.00 *****70.00

Dear Sir or Madam:

Enclosed you will find original and executed copy of the Articles of Incorporation for **CONSUMER DATA CENTER, INC.** and **CONSUMER BUYING CLUB, INC.** Further enclosed are our trust checks payable to the Secretary of State in the amount of \$70.00 each to cover the filing fees and registered agent designations. We WILL NOT require a certified copy of the Articles at this time.

Please return a copy of the Articles, as filed, to our office in the envelope provided.

Thank you for your prompt attention to this matter.

Very truly yours,


J. PATRICK DYAL

JPD/pac

enclosures

FILED
01 SEP 21 PM 12:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

500004603888/01

ARTICLES OF INCORPORATION
OF
CONSUMER BUYING CLUB, INC.

FILED
01 SEP 21 PM 12:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article I - Name

The name of this corporation is:

CONSUMER BUYING CLUB, INC.

Article II - Duration

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation.

Article III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue **Five Thousand (5,000) shares of One (\$1.00) Dollar** par value common stock.

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial principal office and the initial registered office of this corporation is 1401 East Broward Boulevard, Suite 300, Fort Lauderdale, Florida 33301; and the name of the initial registered agent of this corporation at that address is **J. PATRICK DYAL**.

Article VII - Initial Board of Directors

This corporation shall have one (1) director 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).

R.J. WINSLOW

President/Director

2155 North State Road 7

Margate, Florida 33063-5713

Article VIII - Incorporator

The name and address of the person signing these Articles of Incorporation are:

J. PATRICK DYAL

300 Victoria Park Centre

1401 East Broward Boulevard

Fort Lauderdale, Florida 33301

Article IX - Indemnification

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

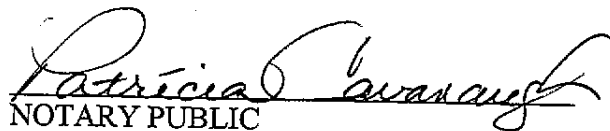
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19th day of September, A.D. 2001.


J. PATRICK DYAL, Subscriber

STATE OF FLORIDA
SS.:
COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County aforesaid, personally appeared J. PATRICK DYAL, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

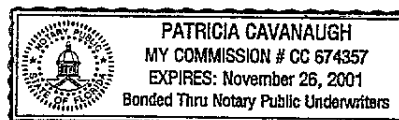
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County last aforesaid, this 19th day of September, A.D. 2001.


NOTARY PUBLIC

Print Name _____

Commission No. _____

Commission Expires _____




**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED
01 SEP 21 PM 12:02
CLERK OF STATE
TALLAHASSEE FLORIDA

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST -- THAT **CONSUMER BUYING CLUB, INC.**, DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE
OF BUSINESS AT 2155 NORTH STATE ROAD 7, MARGATE, FLORIDA 33063-5713, HAS
NAMED **J. PATRICK DYAL**, LOCATED AT ROGERS, MORRIS & ZIEGLER, 1401 EAST
BROWARD BOULEVARD, SUITE 300, FORT LAUDERDALE, FLORIDA 33301, AS ITS
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE 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.



J. PATRICK DYAL

DATED: September 19, 2001