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STEVEN SPARGO  
INTERNET HOLDINGS CORP.  
555 SOUTH POWERLINE ROAD  
POMPANO BEACH, FL 33069

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-11/27/01--01063--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

November 1, 2001

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

Re: INTERNET HOLDINGS CORP.

To Whom It May Concern:

Enclosed please find the original and a copy of the Articles of Incorporation, as referred above, together with a check for \$78.75

This represents the cost of the Filing Fees, Articles of Incorporation and fee for registered Agent Designation, and fee for certified copy.

Please stamp the extra copy and return (in the enclosed self-addressed, stamped envelope) at your earliest convenience.

Sincerely,

Steven Spargo, President

Enclosures

FILED  
01 NOV 27 AM 9:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION**  
**OF**  
**INTERNET HOLDINGS CORP.**

The undersigned subscriber to these Articles of Incorporation, a 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: **INTERNET HOLDINGS CORP.**

**ARTICLE II- DURATION**

The corporation shall have the power to transact or engage in any business permitted under the laws of the United States and the State of Florida.

**ARTICLE III- PURPOSE**

This corporation is organized for the purpose of engaging activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV- CAPITAL STOCK**

*Class "A" Preferred Stock-* Ten Million (10,000,000) shares of \$.001 par value Class "A" Preferred Stock upon such terms and conditions as the Board of Directors may determine at the time of issuance, without further action of the shareholders being required. Such preferred shares may or may not be: issued in series, convertible into shares of Class "A" common stock, redeemable by the Company, and entitled to cumulative dividends. Other terms and conditions may be imposed at the time of issuance.

*Class "A" Common Stock-* Fifty Million (50,000,000) shares of Class "A" Common Stock having the par value of \$.001 per share. The holders of Common Stock are entitled to one vote for each share held on all matters submitted to a vote of shareholders. Holders of Common Stock are entitled to receive ratably such dividends, if any, as may be declared by the Board of Director out of funds legally available therefore, subject to any preferential dividend rights of outstanding Class "A" Preferred Stock. The holders of Class "A" Common Stock have no preemptive, subscription, redemption, or conversation rights.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the Initial Registered Agent of this Corporation is:

R. CHRIS COTTONE  
555 SOUTH POWERLINE RD.  
POMPANO BEACH, FL 33069

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

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

STEVEN SPARGO  
555 SOUTH POWERLINE ROAD  
POMPANO BEACH, FL 33069

**ARTICLE VII - OFFICERS**

The following individuals shall hold office for the Corporation as designated below:

STEVEN SPARGO-PRESIDENT  
STEVEN SPARGO- SECRETARY/TRESURER

**ARTICLE VIII - INCORPORATORS**

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

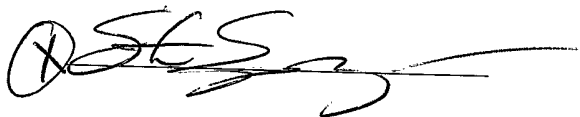
STEVEN SPARGO  
555 SOUTH POWERLINE RD.  
POMPANO BEACH, FL 33069

**ARTICLE IX - PRINCIPAL PLACE OF BUSINESS**

The principal place of business for the corporation is as follows:

555 SOUTH POWERLINE RD.  
POMPANO BEACH, FL 33069

IN WITNESS WHEREOF, The undersigned subscriber has executed these Articles of Incorporation this 19<sup>TH</sup> day of NOVEMBER 2001.



STATE OF FLORIDA       )  
                                  Orange  
COUNTY OF ~~BROWARD~~ )

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

known to me and has provided the following identification

FLORIDA DRIVER'S LICENSE NO: 5162-797-72-023-0

and known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 19<sup>TH</sup> day of NOVEMBER 2001.

My Commission Expires:



Stacey L. Rossman  
(Notary Public)

Stacey L. Rossman  
(Printed Name of Notary)

**CERTIFICATE OF REGISTERED AGENT**

**OF**

**INTERNET HOLDINGS CORP.**

Pursuant to Florida Statutes Sections 48.091 and 607.034, 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:

555 SOUTH POWERLINE ROAD  
POMPANO BEACH, FL. 33069

has named R. CHRIS COTTONE located at the aforesaid address, as Registered 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 accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

R. Chris Cottone  
R. CHRIS COTTONE  
(Registered Agent)

The name and address of the Initial Registered Agent of this Corporation is:

Date: 11-1-01

R. CHRIS COTTONE  
555 SOUTH POWERLINE ROAD  
POMPANO BEACH, FL 33069

**FILED**  
01 NOV 27 AM 9:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA