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(Requestor's Name)

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PICK-UP WAIT MAIL

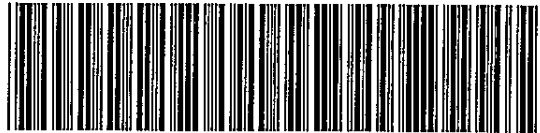
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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Costin and Costin

ATTORNEYS AT LAW
413 WILLIAMS AVENUE
PORT ST. JOE, FLORIDA 32456
TELEPHONE (850) 227-1159
FAX: (850) 229-6957

Charles A. Costin

Cecil G. Costin, Jr.
(1923 - 1990)

Mailing Address:
Post Office Box 98
Port St. Joe, FL 32457-0098

September 25, 2003

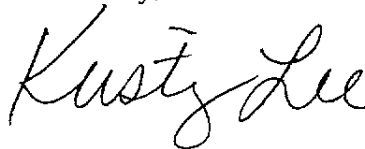
Florida Department of State
Corporate Division
Post Office Box 6327
Tallahassee, FL 32314

Re: Absolute Auction Network, Inc.

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the above referred corporation. Please file the original, certify the copy, and return the certified copy to me at your earliest convenience. I have enclosed a check in the amount of \$78.75 to cover the fees.

Sincerely,



Kristy Lee

Enclosures



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

October 1, 2003

KRISTY LEE
413 WILLIAMS AVENUE
PORT ST. JOE, FL 32456

SUBJECT: ABSOLUTE AUCTION NETWORK, INC.
Ref. Number: W03000028224

We have received your document for ABSOLUTE AUCTION NETWORK, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your document is being returned as requested.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Ingram
Document Specialist
New Filings Section

Letter Number: 203A00054043

EFFECTIVE DATE

1-1-2004

ARTICLES OF INCORPORATION

OF

ABSOLUTE AUCTION NETWORK, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit, under Chapter 607, Florida Statutes, and do hereby certify that it has become such corporation under and pursuant to the following Articles of Incorporation.

ARTICLE I

Name

The name of the corporation is "ABSOLUTE AUCTION NETWORK, INC."

ARTICLE II

Duration

The corporation shall have perpetual existence, commencing on January 1, 2004.

ARTICLE III

General Purpose Clause

The general nature of the business or businesses to be transacted by the corporation is to operate an auction company. This corporation shall also have the power to transact any lawful business for which corporations may be incorporated to do under Chapter 607, Florida Statutes and amendments or supplements thereto, and any other Florida Statutes relating to corporations for profit.

ARTICLE IV
Capital Stock

The corporation is authorized to issue One Hundred (100) shares of One Cent (\$.01) par value common stock which shall be designated as common shares.

ARTICLE V
Initial Registered Office and Agent

The mailing address of the initial office of this corporation is 314 Reid Avenue, Port St. Joe, Florida 32456. The physical address is 314 Reid Avenue, Port St. Joe, Florida 32456. The name of the initial registered agent of this corporation will be Wade Clark at 314 Reid Avenue, Port St. Joe, Florida 32456.

ARTICLE VI
Initial Board of Directors and Officers

The company shall have two (2) directors initially. The executive positions (officers) of the directors are set forth herein below and their respective offices held. The number of directors may be either increased or diminished from time to time as provided by the by-laws adopted by the stockholders. The names and addresses of the initial directors and officers are:

Wade Clark	President/Secretary
314 Reid Avenue	
Port St. Joe, Florida 32456	

Paula Jean Clark	Vice President/Treasurer
314 Reid Avenue	
Port St. Joe, Florida 32456	

ARTICLE VII
Incorporators

The name and address of the incorporators signing these articles are:

Wade Clark		Paula Jean Clark	
314 Reid Avenue		314 Reid Avenue	
Port St. Joe, FL	32456	Port St. Joe, FL	32456

ARTICLE VIII
By-Laws

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and shareholders.

ARTICLE IX
Initial Shareholders

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their names:

Wade Clark	50 shares common stock
Paula Jean Clark	50 shares common stock

ARTICLE X
Powers

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, but it may not mortgage or pledge any or all of its property or assets without shareholder approval.

ARTICLE XI
Amendment

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any

amendment hereto by a majority vote of the Board of Directors and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the 25th day of September, 2003.

ABSOLUTE AUCTION NETWORK, INC.

By: Wade Clark
Wade Clark, Incorporator

By: Paula Jean Clark
Paula Jean Clark, Incorporator

STATE OF FLORIDA
COUNTY OF GULF

BE IT REMEMBERED that on this 25th day of September, 2003, before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared **WADE CLARK and PAULA JEAN CLARK**, who are personally known to me or who produced personally known to me as identification, the incorporators signing the articles in the above corporation and they acknowledged before me that the proposed Articles of Incorporation are the free act and deed of the incorporators and that the facts therein set are truly set forth and that they desire to associate themselves pursuant to the foregoing Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Port St. Joe, Florida, in the State and County aforesaid on the day and year first above written.



Kristy M. Lee
Notary Public

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

First, that **ABSOLUTE AUCTION NETWORK, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Port St. Joe, Gulf County, Florida, has named **WADE CLARK, 314 Reid Avenue, Port St. Joe, Florida 32456**, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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 provision of said act relative to keeping open said office.



WADE CLARK
Registered Agent
314 Reid Avenue
Port St. Joe, FL 32456

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TALLAHASSEE, FLORIDA