

**Electronic Articles of Incorporation
For**

P04000014582
FILED
January 20, 2004
Sec. Of State

ZIPIT HOLDINGS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:
ZIPIT HOLDINGS, INC.

Article II

The principal place of business address:
107 S. DALE MABRY AVE.
TAMPA, FL. US 33609

The mailing address of the corporation is:
107 S. DALE MABRY AVE.
TAMPA, FL. US 33609

Article III

The purpose for which this corporation is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:
100000

Article V

The name and Florida street address of the registered agent is:
JEFFREY A GOULD
7603 SOUTHERN BROOK BEND
APT 104
TAMPA, FL. 33635

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JEFFREY A. GOULD

Article VI

The name and address of the incorporator is:

LORI LEFEBVRE
600 W. BROADWAY
STE. 930
SAN DIEGO, CA 92101

Incorporator Signature: LORI LEFEBVRE

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P.
CHRISTOPHER S JOHNSON
355 E. RANDOLPH AVE
MINE HILL, NJ. 07803 US