

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224 8870
 Mailing Address: Post Office Box 10149, Tallahassee, FL 32302
 TOLL FREE No. 1 800 342 8062
 FAX (904) 222 1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service Top Priority Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No. _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Worldwide Corporation
Inc.

C.O.F.E.R. DISBURSED

Capital Corp. Inc.
 Annual Report
 Corp. Return Search
 Add. P. Corp. File
 Corrupt Corp. File
 () Conf. Copy(s)

Art. of Amend. File
 Dissolution/Withdrawal
 C U S
 Fictitious Name File

Name Reservation
 Annual Report/Restatement
 Reg. Agent Service
 Document Filing

Corporate Kit
 Vehicle Search
 Driving Record
 Document Retrieval

UCC 1 or 3 File
 UCC 11 Search
 UCC 11 Retrieval
 File No.'s, _____ Copies

Courier Service
 Shipping/Handling
 Phone ()
 Top Priority
 Express Mail Prep
 FAX () _____ pgs

SUBTOTALS

FEE.....
 DISBURSED.....
 SURCHARGE.....
 TAX on corporate supplies.....
 SUBTOTAL.....
 PREPAID.....
 BALANCE DUE.....

DATE

\$
 \$
 \$
 \$
 \$
 \$

FEB 15 1995 BSR

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____

BY AAK

CK No. _____

WALK-IN Will Pick Up 2:15 12/22

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum

THANK YOU
 from
 Your Capital Connection

015

FILED

95 FEB 15 AM 11: 01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is WORLD ENTREPRENEUR, INC.

_____, whose mailing address is _____
7655 - 38th Avenue North, Suite 215, St. Petersburg, FL 33710

DURATION

The term of existence of the corporation is perpetual.

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is ONE HUNDRED (100), which shall be common shares having no par value.

ARTICLE V

PREEMPTIVE RIGHTS

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI

COMMENCEMENT OF EXISTENCE

This corporation shall be deemed to commence its existence as of the date these articles are filed with the Florida Department of State.

ARTICLE VII

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 7655 38th AVENUE NORTH, STE. 215, ST. PETERSBURG, FLORIDA 33710, and the name of the initial registered agent at such address is DOUGLAS G. TOWNE.

ARTICLE VIII

DIRECTORS

The board of directors of the corporation shall consist of at least one (1) and no more than nine (9) members. The name(s) and address(es) of the first board of directors are:

DOUGLAS G. TOWNE, 426 PALM AVENUE NORTH, #8, ST. PETERSBURG, FL 33703

ROBERT T. DE MARCO, 2289 CURLEW AVENUE, PALM HARBOR, FL 34683

JOHN H. DYER, JR., 286 WINDING WILLOW DRIVE, PALM HARBOR, FL 34683

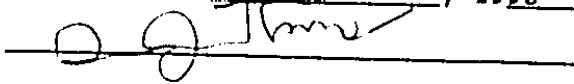
ARTICLE IX

SUBSCRIBER (S)

The name(s) and address(es) of the subscriber(s) of these Articles of Incorporation is/are:

DOUGLAS G. TOWNE, 426 PALM AVENUE NO., #8, ST. PETERSBURG, FL 33703

IN WITNESS WHEREOF, the undersigned has hereunto set his
hand and seal on this 10th day of February, 1995.



Douglas G. Towne ,Subscriber

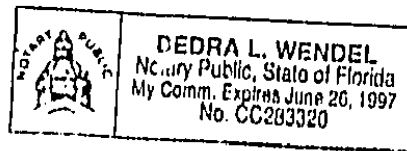
STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, the undersigned authority, personally appeared DEWICKS C. L. WENDEL
identified to me by means of DEWICKS C. L. WENDEL,
who acknowledged that he has read and
signed the foregoing Articles of Incorporation freely and
voluntarily, for the purposes therein expressed and that he
(did) (did not) take an oath.

Witness my signature and seal of office this 10th day of February, 1995.

Dedra L. Wendel
Notary

Commission no. and
expiration date:



CERTIFICATE DESIGNATING REGISTERED AGENT FILED

AND REGISTERED OFFICE FOR

05 FEB 15 AM 11:01

WORLD ENTREPRENEUR, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WORLD ENTREPRENEUR, INC., a corporation organizing under the laws of the State of Florida, has designated 7655 38TH AVENUE NORTH, SUITE 215, ST. PETERSBURG, PINELLAS COUNTY, Florida, as its registered office in the State of Florida, and DOUGLAS G. TOWNE, as its registered agent, located at said registered office, this 10TH day of FEBRUARY, 1995.

WORLD ENTREPRENEUR, INC.

as a Florida Corporation,

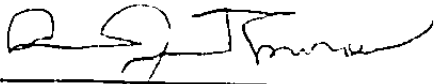
By: 

DOUGLAS G. TOWNE, Subscriber

ACCEPTANCE

The undersigned agrees to accept the position as registered agent for WORLD ENTREPRENEUR, INC., and to maintain the registered office designated above and to fulfill all the duties and responsibilities of a registered agent as required by law.

Witness my signature this 10TH day of FEBRUARY, 1995.



DOUGLAS G. TOWNE, Registered Agent