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DEPARTMENT OF STATE

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MIAMI FL 33135-

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: WORLDWIDE INTERACTIVE, INC.

FAX AUDIT NUMBER: H95000008216

CURRENT STATUS: REQUESTED

DATE REQUESTED: 07/26/1995

TIME REQUESTED: 09:37:43

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 4

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$70.00

ACCOUNT NUMBER: 072450003253

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ARTICLES OF INCORPORATION
OF
WORLDWIDE INTERACTIVE, INC.

(4)

8216 The undersigned Incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation shall be:

WORLDWIDE INTERACTIVE, INC.

The principal place of business of the Corporation shall be:

7 N.W. 2nd Street
Suite 201
Miami, Florida 33128

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CLERK OF DISTRICT COURT
NINTH JUDICIAL CIRCUIT
MIAMI, FLORIDA

ARTICLE II NATURE OF BUSINESS

The Corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, territory or nation.

ARTICLE III CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares, all of one class, at \$1.00 par value.

ARTICLE IV DURATION

This Corporation is to exist perpetually.

THIS DOCUMENT WAS PREPARED BY:
Nestor E. Gorfinkel, Esq.
7 N.W. 2nd Street #201
Miami, Florida 33128
FAX: 350699
305-539-9560

ARTICLE V INITIAL DIRECTORS

The name and street address of the initial directors, who shall hold office the first year of the Corporation's existence or until the successors are elected, are:

David Schembri
646 N. French Rd.
Suite 1
Amherst, New York

Director

Mark Metz
7 NW Second Street
Suite 201
Miami, Florida

Director

ARTICLE VI REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of the Corporation is:

Nestor B. Gorfinkel, Esq.
7 N.W., 2nd Street #203
Miami, Florida 33128

ARTICLE VII INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is:

Mark Metz
7 N.W. 2nd Street #201
Miami, Florida 33128

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 25 day of July, 1995.

INCORPORATED

JAN-15-1998 09:34 FROM

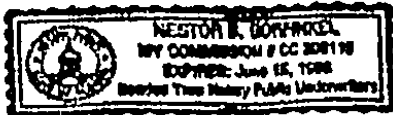
TO

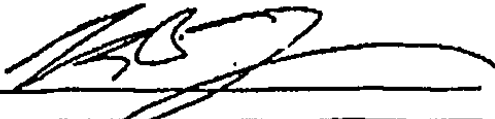
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State of Florida
County of Dade

The foregoing instrument was acknowledged and sworn to before me this
25th day of July, 1995, by Mark Metz, Incorporator of WorldWide
Interactive, Inc..



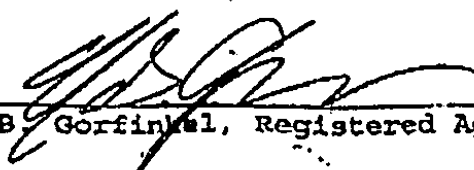


Notary Public, State of Fla.
My Commission Expires:

Personally known X or produced identification _____.

Type of Identification Produced _____.

Having been named as Registered Agent and 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. I further agree to comply with the
provisions of all statutes relating to the proper and complete performance
of my duties, and I am familiar with and accept the obligations of Section
607.325, Florida Statutes..



Nestor B. Gorfinkel, Registered Agent

Date

7/25/95

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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