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Florida Department of State

Division of Corporations

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WEB SOLVERS, INC.

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
WEB SOLVERS, INC.**

Web Solvers, Inc. (formerly CyberSell, Inc.) (the "Corporation") filed its original Articles of Incorporation with the Florida Department of State on September 5, 1995, as amended by those Articles of Amendment filed with the Florida Department of State on January 16, 1996 (the "Original Articles"). These Restated Articles of Incorporation and the amendments to the Original Articles as contained herein were duly adopted, effective September 13, 2006, by the entire Board of Directors of the Corporation and all shareholders of the Corporation, being a sufficient number of votes for approval, in accordance with Sections 607.1006 and 607.1007 of the Florida Business Corporation Act.

ARTICLE I - NAME

The name of the Corporation is WEBSOLVERS, INC.

ARTICLE II - ADDRESS

The mailing address and principal office address of the Corporation is 1350 Orange Avenue, Suite 101, Winter Park, Florida 32789.

ARTICLE III - DURATION

The Corporation shall exist perpetually.

ARTICLE IV - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of capital stock that the Corporation is authorized to issue and have outstanding at any one time is ten million (10,000,000) shares of common stock having a par value of One Cent (\$.01) per share.

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H06000244384 3**ARTICLE VI - REGISTERED OFFICE AND AGENT**

The street address of the registered office of the Corporation shall be:

949 Hanley Alley
Orlando, Florida 32803

The name of the registered agent of the Corporation at that address shall be:

Matthew W. Certo

ARTICLE VII - BYLAWS

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

ARTICLE VIII - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX - INDEMNIFICATION

To the fullest extent permitted by the Florida Business Corporation Act, the Corporation shall indemnify, or advance expenses to, any person made, or threatened to be made a party to any action, suit or proceeding by reason of the fact that such person (a) is or was a director of the Corporation, (b) is or was serving at the request of the Corporation as a director of another corporation, partnership, joint venture, trust or other enterprise (a "Business Entity"), (c) or is or was an officer of the Corporation, provided that such person is or was at the time a director of the Corporation, or (d) is or was serving at the request of the Corporation as an officer of another Business Entity, provided such person is or was at the time a director of the Corporation or a director of such other Business Entity, serving at the request of the Corporation. Unless otherwise expressly prohibited by the Florida Business Corporation Act, and except as otherwise provided in the previous

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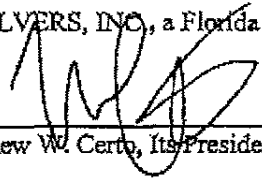
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sentence, the Board of Directors shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that such person is or was an officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as an officer, employee or agent of another Business Entity.

IN WITNESS WHEREOF, the Corporation has caused these Amended and Restated Articles of Incorporation to be executed in its corporate name effective as of this 13th day of September, 2006.

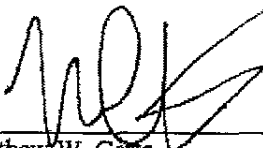
WEB SOLVERS, INC., a Florida corporation

By: 
Matthew W. Certo, Its President

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H06000244384 3**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT****WEB SOLVERS, INC.**

The undersigned, having been named as registered agent for the above named Corporation, at the place designated in the foregoing Amended and Restated Articles of Incorporation, hereby accepts such designation and agrees to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.


Matthew W. Certo**H06000244384 3**