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KEVIN R. DEGNAN
Attorney at Law

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Date: September 8, 1995

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32301

If by Fed Ex to:
409 East Gains Street
Tallahassee, FL 32301
(904) 488-9000

Dear Sirs:

Please find enclosed a copy of the articles of incorporation of INTERACTIVE PROMOTIONS, INC., a corporation to be established pursuant to the laws of the State of Florida.

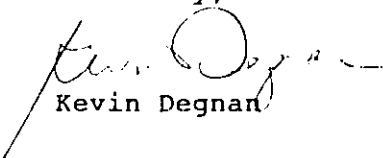
Please file the articles and return a certified copy thereof to the above address.

A check for \$122.50 has been enclosed to cover the following:

Filing	\$35.00
Certified Copy	52.50
Designation/Registered Agent	35.00

Thanks for your attention to this matter.

Sincerely,


Kevin Degnan

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DATE
DOC. EXAM~~

ARTICLES OF INCORPORATION
INTERACTIVE PROMOTIONS, INC.

BY THESE ARTICLES OF INCORPORATION the incorporator forms
a corporation for profit under Florida law.

ARTICLE 1

The name of the corporation is INTERACTIVE PROMOTIONS, INC.

ARTICLE 2

The corporation shall exist perpetually.

ARTICLE 3

The purpose of this corporation is to transact any or all
lawfull businesses for which corporations may be incorporated
under Chapter 607 Florida Statutes.

ARTICLE 4

This corporation is authorized to issue 300 shares of common
stock of a par value of One Dollar (\$1) per share.

ARTICLE 5

The corporation is to commence existence immediately upon
the filing of these articles.

ARTICLE 6

The name and address of the incorporator is ROBERT HEEG of

ARTICLE 7

This corporation shall have 3 directors initially. This
number shall be fixed by the Bylaws and may be changed from time
to time. The name and address of each said director is:

Robert Heeg
10800 Barque Court
Boca Raton, FL 33498

George Hahl
8660 NW 53rd Ct
Coral Springs, FL 33061

Regina Igor
459 NE 17th Way
Fort Lauderdale, FL 33301

They shall hold office until the first annual meeting of stockholders.

ARTICLE 8

The name and address of the first president of the corporation is:

Robert Heeg
10800 Barge Court
Boca Raton, FL 33498.

The name and address of the first vice president of the corporation is:

George Hahl
8660 NW 53rd Ct
Coral Springs, FL 33061

The name and address of the first secretary and treasurer of the corporation is:

Regina Igor
459 NE 17th Way
Fort Lauderdale, FL 33301.

ARTICLE 9

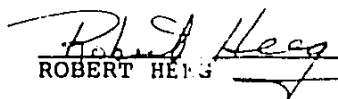
The principal place of business of the corporation is 1225 NE 4th Ave., Fort Lauderdale, FL 33304.

ARTICLE 10

The initial registered agent for this corporation is Robert Heeg and the initial registered office is located at 1225 NE 4th Ave., Fort Lauderdale, FL 33304.


ROBERT HEEG, Incorporator

CONSENT OF REGISTERED AGENT: HAVING BEEN NAMED as the registered agent for this corporation at the registered office designated in the foregoing articles of incorporation, the undersigned accepts the designation.


ROBERT HEIG