

P96000041612

May 6, 1996

Secretary of State
Corporate Records Bureau
P.O.Box 6327
Tallahassee, FL 32301

RECEIVED
-05/20/96--01109--018
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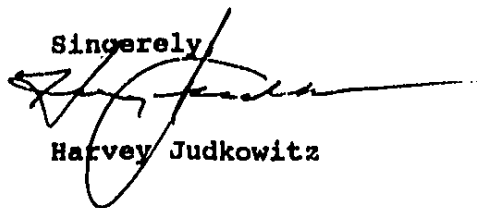
Re: Internet Entertainment, Inc.

We enclose the original and one copy of the Articles of Incorporation for Internet Entertainment, Inc. and a check for \$196.25 to cover filing fees.

If the documents are in order, I would appreciate your filing the original and certifying the copy for our records.

If there are any questions please call Harvey Judkowitz, (305) 387-2968.

Sincerely,



Harvey Judkowitz

PLEASE SEND PAPERWORK TO Harvey Judkowitz

14281 SW 74 Terrace
Miami, FL 33183

FILED
95 MAY 15 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
5/15/96

143.75 - FF
52.50 - CC
196.25

FILED
96 MAY 15 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
INTERNET ENTERTAINMENT, INC.

The undersigned incorporator hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

Article I
NAME

The name of this Corporation shall be INTERNET ENTERTAINMENT, INC.

Article II
Nature of Business

The general nature of the business and activities to be transacted and carried on by this Corporation are as follows:

To carry on any and all legal business in the State of Florida, including but not limited to investments in real estate. In addition the Company may borrow or lend money, and make investments in securities and real estate.

ARTICLE III
STOCK

The authorized capital stock of this Corporation shall consist of 5,000,000 shares of Common stock with a par value of \$.001 per share. The stock may be issued for any value deemed appropriate by the Board of Directors, but in no event shall the issue price be less than par value.

ARTICLE IV
INCORPORATOR

The name and street address of the Incorporator of this Corporation is as follows:

LAWRENCE CURTIN
215 CRANWOOD DR
KEY BISCAVNE, FL 33149

HARVEY JUDKOWITZ
14281 SW 74TH TERRACE
MIAMI, FL 33183

ARTICLE V
TERM OF CORPORATE EXISTENCE

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI

ADDRESS OF REGISTERED OFFICE AND REGISTERED AGENT

The registered agent of this Corporation is HARVEY JUDKOWITZ and the registered office of the Company is at 14281 SW 74 TERRACE MIAMI, FL 33183.

ARTICLE VII

PLACE OF BUSINESS

The initial place of business for INTERNET ENTERTAINMENT, INC. is 14281 SW 74 TERRACE, MIAMI, FL 33183

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The names and addresses of the initial board of directors of this Corporation are as follows:

HARVEY JUDKOWITZ	14281 SW 74 TERRACE, MIAMI, FL 33183
LAWRENCE CURTIN	215 CRANWOOD DRIVE, KEY BISCAYNE, FL 33149

ARTICLE IX

NUMBER OF DIRECTORS

The Corporation shall have at least one member on the board of directors.

ARTICLE X

OFFICERS

The Corporation shall have a president, vice-president, secretary and treasurer.

ARTICLE XI

BY-LAWS

The board of directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, in any manner proscribed by law.

ARTICLE XII

FINANCIAL INFORMATION

The Corporation shall not be required to prepare and provide a balance sheet or a profit and loss statement to its shareholders.

ARTICLE XIII

INDEMNIFICATION OF OFFICERS AND DIRECTORS

The board shall indemnify and director or officer made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding.

ARTICLE XIV

AMENDMENT

These Articles of Incorporation may be amended in any manner now or hereafter provided by law and all rights conferred upon shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, I the undersigned, being the original subscribing incorporator, to the foregoing articles of Incorporation, has set his hand this 6 DAY OF MAY, 1996.



Incorporator

STATE OF FLORIDA

COUNTY OF DADE

I hereby certify that on this day personally appeared before me, the undersigned authority, HARVEY JUDKOWITZ, to me well known and well known to me to be the person who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily for the uses and purposes therein set forth and expressed.

In witness whereof, I have hereunto set my hand and affixed my official seal on this 6TH day of MAY, 1996.

Judy Goldman
Notary Public
State of Florida at Lodge

My Commission Expires




FILED
96 MAY 18 PM 1:14
SEAL
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

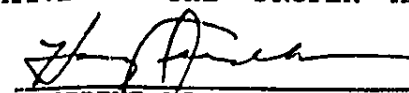
FIRST--THAT INTERNET ENTERTAINMENT, INC. DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS AT 14281 SW 74 TERRACE. MIAMI, FL 33183, HAS NAMED HARVEY
JUDKOWITZ, LOCATED AT 14281 SW 74 TERRACE, MIAMI, FL 33183, AS ITS AGENT
TO ACCEPT SERVICE OR PROCESS WITHIN FLORIDA.



PRESIDENT
5-6-96

DATE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT THIS PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.



RESIDENT AGENT
5/6/96

DATE

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Section 215.26, Florida Statutes, states in part: "Applications for refunds as provided in this section shall be filed with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued else such right shall be barred." Three years is generally interpreted as meaning three years from the date of payment into the State treasury. The Comptroller has delegated the authority to accept applications for refund to the unit of State government which initially collected the money.

Pursuant to the provisions of Rule 3A-44.020, Florida Administrative Code, and Section 215.26, Florida Statutes, or Section _____, Florida Statutes, I hereby apply for a refund of moneys I paid into the State treasury, which are subject to refund. The following information is submitted to substantiate the claim.

Name: INTERNET ENTERTAINMENT, INC. EIN or SS#: _____

Address: 14281 SW 74 TERRACE

MIAMI, FL 33183

Amount: 73.75 Date Paid _____

Reason for claim: OVERPAYMENT OF FILING FEES.

INTERNET ENTERTAINMENT, INC. P96-41612

dmc/New Filing

Certified true and correct this _____ day of _____, 19 _____.

Signature _____

* Must be completed if authority is other than Section 215.26, Florida Statutes.

For Agency Use Only

Agency recommends approval of above claim and submits the following information to substantiate the claim: Amount of recommended refund \$ 73.75

The amount requested above was originally deposited into the State Treasury, as a part of the funds deposited on State Treasurer's Receipt No. 01109--018 dated 05/20/96

Name of Account 4520213000145300000000010000

Statutory Authority for Collection 607.0122

It is requested that payment be made from the following account:

NAME OF ACCOUNT: 45202130001453000000022002000

Certified true and correct this _____ day of _____, 19 _____.

Department of State, Division of Corporations
(Agency)

(Authorized Signature and Title)