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LAW OFFICES OF
DALE M. SWOPE, P.A.

SUITE 850
777 S. HARBOUR ISLAND BOULEVARD
TAMPA, FLORIDA 33602
(813) 273-0017
FACSIMILE (813) 223-1070

MATTHEW J. CARDILLO
RONDA L. EDWARDS**
LORRAINE E. ROBINSON
DALE M. SWOPE*

*BOARD CERTIFIED CIVIL TRIAL LAWYER
**CERTIFIED CIRCUIT MEDIATOR

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-06/11/96--01082--020
****131.50 ****131.50

Dear Sir or Madam:

Enclosed please find the following:

An original and one copy of the articles of incorporation of Beck Systems, Inc. and a check for \$131.25. Please accept for filing and return a certified copy and certificate to the registered agent.

An original and one copy of the articles of incorporation of Internet Z Car Club, Inc. and a check for \$131.25. Please accept for filing and return a certified copy and certificate to the registered agent.

The registered agent for both corporations is:

Carl J. Beck
2190 Nottingham Drive
Clearwater, Fla. 34624
Phone: 813-535-0384.

FILED
95 JUN 10 PM 10:38
TALLAHASSEE, FLORIDA

JUN 13 1996

BSB

Sincerely,

LAW OFFICES OF DALE M. SWOPE

Lorraine E. Robinson

Lorraine E. Robinson

Dated

6/7/96



ARTICLES OF INCORPORATION

OF

BECK SYSTEMS INC.

FILED
96 JUN 10 AM 10:38
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, desiring to form a corporation under the laws of the State of Florida, does hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and hereby adopts the following Articles of Incorporation as the Charter of the corporation hereby organized.

ARTICLE I

NAME AND ADDRESS

The name and address of the Corporation is Beck Systems Inc.

2190 Nottingham Drive, Clearwater, FL 34624

ARTICLE II

DURATION

The corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation, unless terminated earlier.

ARTICLE III

PURPOSES AND POWERS

This corporation is organized for the purpose of engaging in all lawful business activities permitted to a Corporation under the Florida General Corporation Law, as in effect from time to time.

ARTICLE IV

CAPITAL STOCK

The amount of capital stock authorized shall consist of One Thousand Shares (1000) of common voting stock with a par value of one dollar (\$1.00) each.

NO SHARES ISSUED IN SERIES

The shares of the capital stock are not to be issued in series.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation is:

The initial registered agent shall be: Carl J. Beck. 2190

Nottingham Drive, Clearwater, FL 34624

The initial registered agent shall be: Carl J. Beck

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by action of the board and in accordance with the provision of the Bylaws. The name and address of the initial director of this Corporation is: Carl J. Beck

ARTICLE VII

MEETINGS

The shareholders and directors of this Corporation shall meet at least once annually at the corporation's principal office on the annual date of the execution of these articles or at such other time and place as may be provided in the Bylaws.

ARTICLE VIII

OFFICERS

The initial officers and offices of this corporation are:

President	Carl J. Beck, 2190 Nottingham Drive Clearwater, FL 34624
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ARTICLE IX

BYLAWS

The Board of Directors may adopt and amend Bylaws for the corporation as provided in the Florida General Corporation Law, by majority vote.

ARTICLE X

INCORPORATOR

The name and address of the incorporator of this corporation is: Carl J. Beck, 2190 Nottingham Drive, Clearwater, FL 34624

ARTICLE XI

INDEMNIFICATION

This corporation shall indemnify any officer, director, of employee of the Corporation, or any former officer, director or employee of the Corporation to the full extent permitted by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto subscribed his name this 30th day of May, 1996.

Carl J. Beck
Carl J. Beck **INCORPORATOR**

**STATE OF FLORIDA
COUNTY OF PINELLAS**

BEFORE ME, personally appeared Carl J. Beck to me well known and known to me to be the individual described in and who executed the foregoing articles of incorporation and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 30th day of _____

May, 1996.

Rouane E. Robinson

Notary Public, State of Florida

My commission expires:



Rouane E. Robinson
MY COMMISSION # 0038716 EXPIRES
January 30, 2000
BONDED THROUGH TPAH INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Section 607.0501, Fla. Stat. the following is submitted:

Beck Systems Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2190 Nottingham Drive, Clearwater, Fl 34624, has named Carl J. Beck as its agent to accept service of process within the state of Florida.

Beck Systems Inc.

By: Carl J. Beck
Carl J. Beck

Title: _____
President

FILED
JUN 10 10:10:38
CLERK OF DISTRICT COURT
JULY 10 1996

Having been named 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, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

Carl J. Beck

Carl J. Beck

Date: May 30, 1996