

P 96 0000 71068

CAPITAL CONNECTION, INC.
 417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

____ of ____
 RE: Internet Hyperlink
Network, Inc.

EFFECTIVE DATE

8-25-96

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

REQUEST TAKEN CONFIRMED APPROVED
 DATE 8/27/96
 TIME 9:00
 BY CD

WALK-IN
 Will Pick Up _____

	G.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> O U S.		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Vital Statement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		
SUBTOTALS		

400001932564
 -08727296-01024-026
 *****122.50 *****122.50

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

RECEIVED
 96 AUG 27 AM 9:28
 DIVISION OF CORPORATIONS

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

Certificate of Incorporation
INTERNET HYPERLINK NETWORK, INC.

EFFECTIVE DATE

8-23-96

ARTICLE I - NAME & ADDRESS

The name of this incorporation shall be **INTERNET HYPERLINK NETWORK, INC.** The address of this Corporation is 2327 Destiny Way, Odessa, Florida 33556.

ARTICLE II - DURATION

This Corporation shall exist perpetually. In accordance with Section 607.0203, the date when existence shall commence is the date of subscription and acknowledgement of these Articles of Incorporation.

ARTICLE III - PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States of America, or the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation shall be authorized to have outstanding at any time shall be fifty million (50,000,000) shares of Common Stock at a par value of \$.0001 per share upon which there are no preemptive rights. The Common Stock shall be paid for at such time as the Board of Directors may designate, in cash, real property, personal property, services, patents, leases, or any other valuable thing or right for the uses and purposes of the corporation, and shares of capital, which issued in exchange thereof shall thereupon and thereby become and be paid in full, the same as though paid in cash at par, and shall be non assessable forever; the judgment of the Board of Directors as to the value of the property, right or thing acquired in exchange for capital stock shall be conclusive.

ARTICLE V - TERM OF EXISTENCE

The corporation shall have a perpetual existence.

ARTICLE VI - PRINCIPAL OFFICE & AGENT

The address of the principal office shall be: 2327 Destiny Way, Odessa, Florida 33556

The address of the registered office shall be: 519 Lantern Circle, Tampa, Florida 33617

ARTICLE VII - REGISTERED AGENT

The registered office may be moved from time to time by action of the Board of Directors. The registered agent shall be: Mr. Dominick F. Maggio, whose address is 519 Lantern Circle, Tampa, Florida 33617.

FILED
SEP 27 1996
TAMPA, FLORIDA

ARTICLE VIII - BOARD OF DIRECTORS

The business of the corporation shall be conducted by a Board of Directors consisting of not less than one (1), with the number of directors increased or diminished from time to time by the ByLaws, but shall never be less than one (1). Each officer and director shall hold office until his or her successor is elected and qualified, provided however that a majority of the stockholders may, at a regular or a special meeting, remove any officer or director with or without cause. The duties, powers and functions of the officers and directors of this corporation shall be as usually devolve upon such officers and directors unless otherwise provided in the By-Laws.

ARTICLE IX - DIRECTORS

The directors of this corporation shall be:

NAME:	ADDRESS	TITLE
Eugene L. Cornett, II	21437 Clubside Loop, Lutz, Florida 33549	Chairman/CEO
James L. Blood	7930 Baypoint Dr., #B28, Tampa, FL 33615	President/Director
Dominick F. Maggio	519 Lantern Circle, Tampa, Florida 33617	VicePresident/CFO
Joseph Ciaccio	8448 N. 56th Street, Tampa, Florida 33617	Director

ARTICLE X - ORIGINAL SUBSCRIBERS

The original subscribers to this corporation shall be:

NAME:	ADDRESS
Eugene L. Cornett, II	21437 Clubside Loop, Lutz, Florida 33549
Dominick F. Maggio	519 Lantern Circle, Tampa, Florida 33617

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to the stockholders by them, and approved at the stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless, however, all of the Board of Directors and all of the stockholders sign a written statement manifesting their intention to amend a certain article herein.

ARTICLE XII - SPECIAL POWERS

The following special powers, provisions, privileges and limitations shall be applicable to and govern this corporation.

No contract or any other transaction between this corporation and any other corporation and no act of this corporation shall in any way be affected by, or invalidated by the fact that any of the directors of this corporation, provided however, that the fact that such director is interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation holding office in another corporation or being a director thereof, who is so interested, any be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize such contract or transaction as if he were not such director or officer of such corporation and not so interested.

ARTICLE XIII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIV - BYLAWS

The initial ByLaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the ByLaws or adopt new ByLaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XV - DATE OF EXISTENCE

The date when this corporation shall begin its existence is: August 26, 1994.

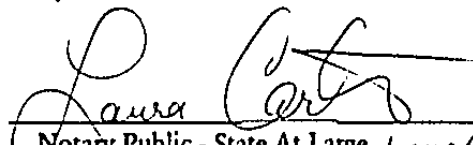
The undersigned, being an original subscriber to this corporation, and the capital stock therein, for the purposes of forming a corporation to do business within and without the State of Florida, in pursuance of the General Laws of the State of Florida, Chapter 607, F.S.A., and the Acts amendatory thereto and supplemental thereof, does make and file this Certificate of Incorporation, hereby declaring and certifying that the facts stated herein are true and does agree to take the number of shares set opposite my name.

In Witness Whereof, we have hereunto set our hands and seals this 23 day of August, 1996.


Dominick R. Maggio
VicePresident/CFO

Sworn to and subscribed before me this 23 Day of August, 1996.

My Commission expires: 8-24-98


Notary Public - State At Large Laura Carter



LAURA CARTER
My Commission CC403006
Expires Aug. 24, 1998
Bonded by HAI
800-422-1666



INTERNET HYPERLINK NETWORK, INC.

FILED
95 AUG 27 10 10 AM '95
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE SEVENTH JUDICIAL CIRCUIT
IN FLORIDA

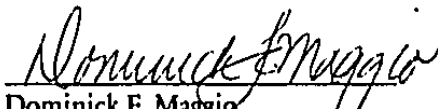
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM SERVICE
OF PROCESS IS BINDING AND ACCEPTANCE OF AGENT**

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act.

The corporation, **INTERNET HYPERLINK NETWORK, INC.**, desiring to organize under the laws of the State of Florida, with its principal place of business at 2327 Destiny Way, Odessa, Florida 33556, has named Mr. Dominick F. Maggio as its Agent to accept service of process within the State of Florida.

ACCEPTANCE

Having been named to accept service of process for the above named corporation at the address which is designated in this Certificate of Incorporation, I hereby accept to act in this capacity, and I agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping said office open for service of process.


Dominick F. Maggio
Registered Agent