

P96000078792

LAW OFFICES OF
ERIC P. LITTMAN, BA.
1400 BRICKELL AVENUE
EIGHTH FLOOR
MIAMI, FLORIDA 33131

MARK J. BRYN
OF COUNSEL

September 17, 1996

TEL: (305) 578-0588
FAX: (305) 578-0880

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

900001952539
-09/20/96--01035--012
*****122.50 *****122.50

Re: Articles of Incorporation
Cosmetics Consultants Corp.

Gentlemen:

Enclosed please find two original Articles of Incorporation for Cosmetics Consultants Corp. Please return a certified copy of each to our office. Enclosed is a check in the amount of \$122.50 to cover the fees.

Very truly yours,



Eric P. Littman

EPL/ljc

Enclosures

C:\DATA\WP60\SEC LET

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 SEP 20 PM 1:09

D. BROWN SEP 23 1996

SECRET
FILED
DIVISION OF CORPORATIONS
96 SEP 20 PM 1:09

**ARTICLES OF INCORPORATION
OF
COSMETICS CONSULTANTS CORP.**

The undersigned, desiring to form a corporation (the "Corporation") under the laws of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of the Corporation is COSMETICS CONSULTANTS CORP.

**ARTICLE II
PURPOSE**

The Corporation shall be organized for any and all purposes authorized under the laws of the state of Florida.

**ARTICLE III
PERIOD OF EXISTENCE**

The period during which the Corporation shall continue is perpetual.

**ARTICLE IV
SHARES**

The capital stock of this corporation shall consist of 50,000,000 shares of common stock, \$.001 par value.

**ARTICLE V
PLACE OF BUSINESS**

The initial address of the principal place of business of this corporation in the State of Florida shall be 1428 Brickell Avenue, 8th Floor, Miami, FL 33131. The Board of Directors may at any time and from time to time move the principal office of this corporation.

**ARTICLE VI
DIRECTORS AND OFFICERS**

The business of this corporation shall be managed by its Board of Directors. The number of such directors shall be not be less than one (1) and, subject to such minimum

may be increased or decreased from time to time in the manner provided in the By-Laws. The number of persons constituting the Initial Board of Directors shall be 1. The Board of Directors shall be elected by the Stockholders of the corporation at such time and in such manner as provided in the By-Laws. The name and addresses of the Initial Board of Directors and officers are as follows:

Laurie Lomillo
1772 N.W. 91 Avenue
Plantation, FL 33322

President/Director

ARTICLE VII DENIAL OF PREEMPTIVE RIGHTS

No shareholder shall have any right to acquire shares or other securities of the Corporation except to the extent such right may be granted by an amendment to these Articles of Incorporation or by a resolution of the board of Directors.

ARTICLE VIII AMENDMENT OF BYLAWS

Anything in these Articles of Incorporation, the Bylaws, or the Florida Corporation Act notwithstanding, bylaws shall not be adopted, modified, amended or repealed by the shareholders of the Corporation except upon the affirmative vote of a simple majority vote of the holders of all the issued and outstanding shares of the corporation entitled to vote thereon.

ARTICLE IX SHAREHOLDERS

9.1. Inspection of Books. The board of directors shall make reasonable rules to determine at what times and places and under what conditions the books of the Corporation shall be open to inspection by shareholders or a duly appointed representative of a shareholder.

9.2. Control Share Acquisition. The provisions relating to any control share acquisition as contained in Florida Statutes now, or hereinafter amended, and any successor provision shall not apply to the Corporation.

9.3. Quorum. The holders of shares entitled to one-third of the votes at a meeting of shareholder's shall constitute a quorum.

9.4. Required Vote. Acts of shareholders shall require the approval of holders of

50.01% of the outstanding votes of shareholders.

ARTICLE X LIABILITY AND INDEMNIFICATION OF DIRECTORS AND OFFICERS

To the fullest extent permitted by law, no director or officer of the Corporation shall be personally liable to the Corporation or its shareholders for damages for breach of any duty owed to the Corporation or its shareholders. In addition, the Corporation shall have the power, in its By-Laws or in any resolution of its stockholders or directors, to undertake to indemnify the officers and directors of this corporation against any contingency or peril as may be determined to be in the best interests of this corporation, and in conjunction therewith, to procure, at this corporation's expense, policies of insurance.

ARTICLE XI SUBSCRIBER

The name and address of the person signing these Articles of Incorporation as subscriber is:

Eric P. Littman
1428 Brickell Avenue, 8th Floor
Miami, FL 33131

ARTICLE XII CONTRACTS

No contract or other transaction between this corporation and any person, firm or corporation shall be affected by the fact that any officer or director of this corporation is such other party or is, or at some time in the future becomes, an officer, director or partner of such other contracting party, or has now or hereafter a direct or indirect interest in such contract.

ARTICLE XIII RESIDENT AGENT

The name and address of the initial resident agent of this corporation is:


Eric P. Littman
1428 Brickell Avenue, 8th Floor
Miami, FL 33131

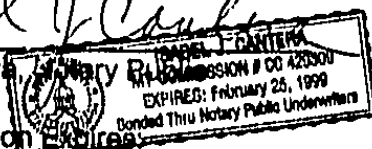
IN WITNESS WHEREOF, I have hereunto subscribed to and executed these Articles
of Incorporation this on September 16, 1996.



Eric P. Littman, Subscriber

Subscribed and Sworn on September 16, 1996
Before me:

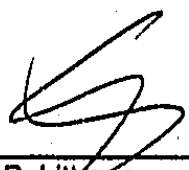

Isabel Canter, Notary Public
My Commission Expires February 25, 1999
Bonded Thru Notary Public Underwriters



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE
NAMING THE AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 20 PM 1:09

Having been named to accept service of process for COSMETICS CONSULTANTS
CORP. at the place designated in the Articles of Incorporation, the undersigned is familiar
with and accepts the obligations of that position pursuant to F.S. 607.0501(3).



Eric P. Litman

P96000078792

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

NAME _____
FIRM _____
ADDRESS _____
PHONE () _____

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

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Cosmetics Consultants Corp.

	O.C. FEE.	DISBURSED
<input 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 type="checkbox"/> () Cert. Copy(s)		
<input checked="" type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> O U S -		
<input type="checkbox"/> Mutilated Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Maintenance		
<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 _____		

000002013060
-11/25/96-01005-014
*****70.00 *****35.00

NOV 25 11:30 AM
SECRETARY OF FINANCE
TALLAHASSEE, FLORIDA

11/25

REQUEST _____ TAKEN _____ CONFIRMED _____ APPROVED _____
DATE _____
TIME _____
BY _____ CK No. _____

WALK-IN Will Pick Up 11/25 12:00

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

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

AMENDMENT TO
ARTICLES OF INCORPORATION
OF

COSMETICS CONSULTANTS CORP.

THE UNDERSIGNED, being the sole director of COSMETICS CONSULTANTS CORP., does hereby amend the Articles of Incorporation of the Company as follows:


ARTICLE I

NAME

The name of this corporation shall be LOMILLO CONSULTANTS CORP..

I hereby certify that the following was adopted by a majority vote of the shareholders and directors of the corporation on October 10, 1996 and that the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, I have hereunto subscribed to and executed this Amendment to Articles of Incorporation this on October 10, 1996.


Laurie Lomillo, President and Sole Director

The foregoing instrument was acknowledged before me on October 10, 1996 by Laurie Lomillo, who is personally known to me, or who has produced
X DRIVERS License as Identification.
LS4052653567-0


Notary Public

My commission expires:



RICHARD LEON NEWBERG
COMMISSION # CC 425858
EXPIRES DEC 12, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

FILED
96 NOV 25 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

417 B. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

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Lemello Consultants
Corp

4000002240294--1
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*****35.00 *****35.00

- FILED
97 JUL 17 PM 12:26
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
- ___ Art of Inc. File
 - ___ LTD Partnership File
 - ___ Foreign Corp. File
 - ___ L.C. File
 - ___ Fictitious Name File
 - ___ Name Reservation
 - ___ Merger File
 - ☒ Art. of Amend. File
 - ___ RA Resignation
 - ___ Dissolution / Withdrawal
 - ___ Annual Report / Reinstatement
 - ___ Cert. Copy
 - ___ Photo Copy
 - ___ Certificate of Good Standing
 - ___ Certificate of Status
 - ___ Certificate of Fictitious Name
 - ___ Corp Record Search
 - ___ Officer Search
 - ___ Fictitious Search
 - ___ Fictitious Owner Search
 - ___ Vehicle Search
 - ___ Driving Record
 - ___ UCC 1 or 3 File
 - ___ UCC 11 Search
 - ___ UCC 11 Retrieval
 - ___ Courier

NO OFF
7/17

Signature _____

Requested by: CB

7-17

930

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

**AMENDMENT TO
ARTICLES OF INCORPORATION
OF**

LOMILLO CONSULTANTS CORP.

THE UNDERSIGNED, being the sole director of LOMILLO CONSULTANTS CORP., does hereby amend the Articles of Incorporation of the Company as follows:

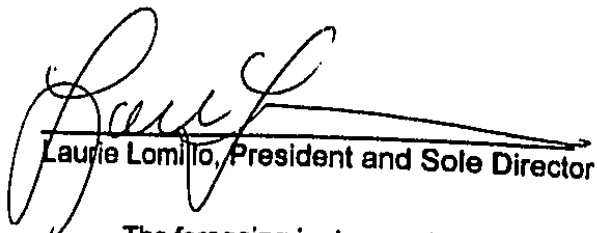
ARTICLE I

NAME

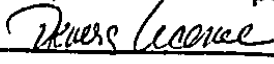
The name of this corporation shall be INET COMMERCE CONDUIT CORP.

I hereby certify that the following was adopted by a majority vote of the shareholders and directors of the corporation on July 7, 1997 and that the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, I have hereunto subscribed to and executed this Amendment to Articles of Incorporation this on July 7, 1997.


Laurie Lomillo, President and Sole Director

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JUL 17 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me on July 7, 1997 by Laurie Lomillo, who is personally known to me, or who has produced  as identification.


Notary Public

My commission expires:



RICHARD LEON NEWBERG
COMMISSION # CC 425858
EXPIRES DEC 12, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.