P970000008370

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

SUBJECT: _

100002066871--0 -01/24/97--01006--001 ****131.25 ****131.25

Enclosed is an originator: \$70.00 Filing Fee	al and one (1) o \$78.75 Filing Fee & Certificate	\$12 Filing & Certifie	2.50 Fee ad Copy	\$131.25 Filing Fee, Certified Copy & Certificate Required	1	heck 97 JAN 23	FILE
FROM:		FARRELL MEWTON Name (printed or typed)			E. FLORIDA	M 8 30	O
150 MARINE AVE, STE 5H Address							
	BROOM		NY	11201			
	718 - 83	City, State & Zip)-/3	99	

TECHNOLOGIES CORPORATION

(Proposed corporate name - must include suffix)

NOTE: Please provide the original and one copy of the articles.

Daytime Telephone number

FLORIDA



ARTICLES OF INCORPORATION

UNDERGIGNED INCORPORATORS, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE

W3 TECHNOLOGIES CORPORATION

ARTICLE II

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE
11842 92* WAY NORTH, LARGO, FLORIDA 33773

ARTICLE III

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS

1000 SHARES

ARTICLE IV

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS

CATHY ASHENFELTER 11842 92** WAY LARGO, FLORIDA 33773

ARTICLE V

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS

FARRELL NEWTON
8 BRIGHTON 10TH PATH
BROOKLYN, NEW YORK 11235

ARTICLE VI

THE PURPOSE OF THE CORPORATION IS TO ENGAGE IN ANY LEGAL, FORM OF BUGINESS WITHIN THE COMPUTER INDUSTRY.

ARTICLE VII

THE PRESIDENT OF THE CORPORATION IS

FARRELL NEWTON

ARTICLE VIII

THE PRESIDENT OF THE CORPORATION WILL MAKE ALL DECISIONS CONCERNING THE SALE, DISTRIBUTION OR TRANSFER OF ALL STOCK FOR THE CORPORATION.

ALL OTHER BYLAWS OF THE CORPORATION FOLLOW A STANDARD FORMAT.

ARTICLE IX

SHARES OF STOCK SHALL BE VALUED AT \$1.00 PAR VALUE EACH, AND ONE HUNDRED (100) SHARES ISSUED TO THE PRESIDENT OF THE CORPORATION.

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 15th DAY OF JANUARY, 1997.

FARRELL NEWTON



DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FLORIDA 32314



PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

Δ,

W3 TECHNOLOGIES CORPORATION

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

CATHY ASHENFELTER 11842 92ND WAY NORTH LARGO, FL 33773

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

CATHY ASMENPELTE

1-15-97

DATE