

097000022529

Division of Corporations
PO Box 6327
Tallahassee, Florida
32301

Re: New Corporation - Lucre Links International, Inc.

Dear Sir/ Madam:

Find enclosed two sets of duly executed Articles of Incorporation for the above-referenced corporation. Also enclosed is a check in the amount of \$122.50 to cover the cost of filing.

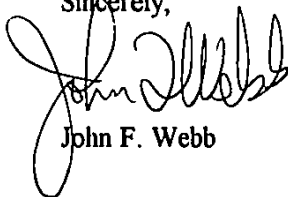
Please note that my return mailing address is as follows:

John F. Webb
4027 SW 100th Way
Gainesville, Florida
32607

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I look forward to hearing from you. I will thank you in advance for your attention to this matter.

Sincerely,


John F. Webb

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STATE
TALLAHASSEE, FLORIDA

3-11-97
TB

**ARTICLES OF INCORPORATION
OF LUCRE LINKS INTERNATIONAL, INC.**

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby, for the purpose of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation for such Corporation:

Article I

NAME: The name of the corporation shall be Lucre Links International, Inc.

Article II

NATURE OF BUSINESS: The general nature of the business is be transacted by this corporation is:

1. To conduct Business in, having one or more offices in, and buy, hold , mortgage, sell, convey, lease or otherwise dispose of real property and personal property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida and all other states and countries.
2. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidence of indebtedness, and execute such mortgages, or transfers of corporate indebtedness as required.
3. To purchase the corporate assets of any corporation engaged in same or other character of business.
4. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of shares of the capital stock of, or any bond securities, or other evidences of indebtedness created by this or any other corporation of the State of Florida or any other state or government, and while owner of such stock, exercise all rights, powers, and privileges of ownership, including the right to vote such stock.
5. To engage in any other lawful activity or business permitted under the laws of the State of Florida and of the United States of America.

Article III

CAPITAL STOCK: The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is 7,000 shares of common stock at a par value of One Dollar (\$1.00) per share.

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THE STATE OF FLORIDA

Article IV

INITIAL CAPITAL: The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00).

Article V

TERM OF EXISTENCE: The corporation is to exist perpetually.

Article VI

ADDRESS: The initial address of the principal offices at the corporation is 4027 SW 100th Way, Gainesville, Florida 32607. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

Article VII

DIRECTORS: The corporation shall have One (1) Director initially and shall be comprised of Stockholders only. The number of Directors may be increased or decreased from time to time by by-laws adopted by the stockholders, but shall never be less than one (1) or more than nine (9). The Directors shall be entitled to one vote for each share of common stock owned.

Article VIII

BOARD OF DIRECTORS: The names and addresses of the members of the first Board of Directors to serve for the first year or until otherwise replaced according to the By-laws adopted by the stockholders are:

John F. Webb
4027 SW 100th Way
Gainesville, Florida
32607

Article IX

SUBSCRIBER: The name and address of the subscriber to these Articles of Incorporation is John F. Webb, in care of John F. Webb, 4027 SW 100th Way, Gainesville, Florida 32607.

Article X

REGISTERED AGENT AND REGISTERED ADDRESS: John F. Webb, whose address is 4027 SW 100th Way, Gainesville, Florida 32607, is authorized to serve as the initial registered agent of the corporation to accept service as resident agent of the corporation.


Article XI

BY-LAWS: The Stockholders shall be authorized to adopt by-laws, including therein a provision for replacement of loss or destroyed stock certificates; for a lien upon the stock for stockholder's indebtedness to the corporation; that such by-laws are not to be inconsistent with the laws of the State of Florida; that the by-laws can be amended by a Stockholder's agreement or by by-laws. The corporation may restrict the transfer or encumbrance of any and all the stock.

Article XIII

AMENDMENTS: These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be proposed by the Stockholders and approved by a Stockholder's meeting by a majority entitled to vote thereon, unless Stockholders sign a written statement manifesting their intent that certain Amendments of the Articles of Incorporation be made.

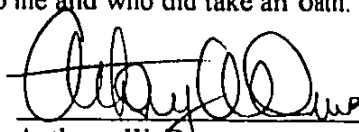
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 3rd day of March, 1997.



John F. Webb
Subscriber

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 3rd day of March, 1997, by John F. Webb, who is personally known to me and who did take an oath.



Anthony W. Duva
Notary Public/State of Florida
My Commission Expires:



ANTHONY WDUVA
My Commission CC472554
Expires Jun. 14, 1999
Bonded by HAI
800-422-1555

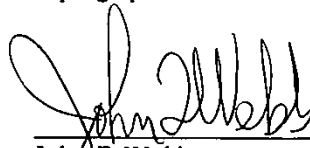
CERTIFICATE DESIGNATING (CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

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

That Lucre Links International, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Gainesville, Florida, County of Alachua, State of Florida, has named John F. Webb, in care of John F. Webb, 4027 SW 100th Way, Gainesville, Florida 32607, as its agent to accept service of process within the state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open an said office.



John F. Webb
Resident Agent