



P970000 30368

ACCOUNT NO. : 072100000032

REFERENCE : 316283 7126795

AUTHORIZATION :

*Patricia Pyjunt*

COST LIMIT : \$ 70.00

ORDER DATE : April 2, 1997

ORDER TIME : 8:47 AM

ORDER NO. : 316283-005

700002132667--6

CUSTOMER NO: 7126795

CUSTOMER: Mr. Don Roberts  
MR. DON ROBERTS

Suite 203  
74940 Highway 111  
Indian Wells, CA 92210

DOMESTIC FILING

NAME: INTERNET SITES INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS:

FILED  
97 APR -3 PM 1:25  
TALLAHASSEE, FLORIDA

RECEIVED  
97 APR -3 PM 12:08  
DIVISION OF CORPORATION

8N APR - 3 1997

ARTICLES OF INCORPORATION  
OF  
INTERNET SITES INC.

FILED  
97 APR -3 PM 1:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

INTERNET SITES INC.

The address of the principal office of this corporation shall be 8003 Front Beach Road, Panama City Beach, Florida 32413, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Don Roberts

74940 Highway 111, Suite 203,  
Indian Wells, California 92210

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

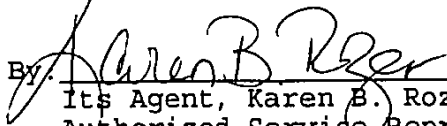
Corporate Agents, Inc.  
1201 Hays Street  
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on April 3, 1997.

  
Its Agent, Karen B. Rozar  
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:   
Its Agent, Karen B. Rozar  
Authorized Service Representative  
Corporation Service Company

TAP/STEPHANIE STSCHERBAN

FILED  
97 APR -3 PM 1:25  
TALLAHASSEE, FLORIDA