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Andrew J. Connolly, P.A.

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Andrew J. Connolly, Esq.
Of Counsel:
L. Judson Lloyd, Esq.
FAX (954) 426-2371

April 10, 1997

Div. of Corporations - Dept. of State
409 E. Gaines Street
Tallahassee, FL 32399

Re: PowerWeb Internet Services, Inc.

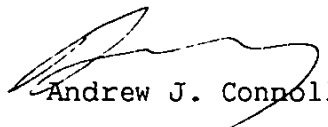
Dear Sir:

Enclosed please find the original Articles of the above proposed corporation together with my check in the amount of \$70.00 to cover the following:

Filing Fee	\$35.00
Registered Agent Designation	<u>35.00</u>
Total	\$70.00

Thank you for your assistance in this matter.

Sincerely yours,


Andrew J. Connolly

AJC:ks

Encs.

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-04/14/97--01055--010
*****70.00 *****70.00

APR 16 1997

EFFECTIVE DATE

4-11-97

FILED
97 APR 14 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For file

ARTICLES OF INCORPORATION
OF
PowerWeb Internet Services, Inc.

FILED
97 APR 14 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
4-11-97

ARTICLE I

NAME:

The name of this corporation is: PowerWeb Internet Services, Inc.

ARTICLE II

MAILING ADDRESS:

The mailing address of this corporation shall be: 662 South Military Trail, Deerfield Beach, Florida 33442.

ARTICLE III

PURPOSE: This corporation is organized to engage in any lawful business.

ARTICLE IV

CAPITAL STOCK:

This corporation is authorized to issue 500 shares of Common Stock at the par value of \$1.00 per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial registered office of this corporation is: 662 South Military Trail, Deerfield Beach, Florida 33442.

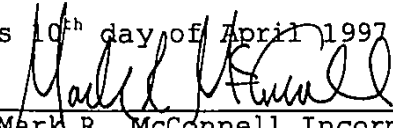
that any shareholder or officer of this corporation is a party to or interested in such contract, act or transaction, or in any way connected with the said person, persons, firm, or corporation and each and every person who may become an officer, shareholder, or fiduciary of this corporation is hereby relieved from any liability that might otherwise exist from contracting with this corporation for the benefit of himself or any other firm, association or corporation in which he may in any way be interested.

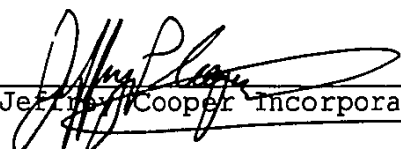
ARTICLE X

Existence:

This corporation shall begin its existence on April 11, 1997.

IN WITNESS WHEREOF, the undersigned Incorporator executes these Articles of Incorporation this 10th day of April 1997.


Mark R. McConnell Incorporator


Jeffrey Cooper Incorporator

STATE OF FLORIDA
COUNTY OF Broward

THE FOREGOING INSTRUMENT was acknowledged before me this April 10, 1997, by Mark R. McConnell and Jeffrey Cooper who is personally known to me.


NOTARY PUBLIC

MY COMMISSION EXPIRES:



ANDREW J. CONNOLLY
MY COMMISSION # CC436748 EXPIRES
May 28, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

The name of the initial registered agent of this corporation at that address is: Jeffrey Cooper.

ARTICLE VI

INCORPORATOR:

The name and address of the persons signing these Articles are: Mark R. McConnell, 555 N. W. 15th Avenue, Boca Raton, Florida 33432 and Jeffrey Cooper 21951 Soundview Terrace 103 Boca Raton, Florida 33433

ARTICLE VII

INDEMNIFICATION:

The corporation shall indemnify any officer or director or any former officer or director to the extent permitted by law.

ARTICLE VIII

AMENDMENT:

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

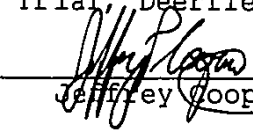
ARTICLE IX

CONFLICT OF INTEREST:

No contract, act or transaction of this corporation with any person or persons, firm or other corporation, in the absence of fraud or wrongdoing, shall be affected or invalidated by the fact

ACCEPTANCE OF REGISTERED AGENT

I hereby accept the appointment as Registered Agent of:
PowerWeb Internet Services, Inc., and my address for that purpose
is: 662 South Military Trail, Deerfield Beach, Florida 33442.



Jeffrey Cooper

FILED
97 APR 14 AM 10:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA