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ATTORNEYS AND COUNSELORS AT LAW

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ORLANDO, FLORIDA 32801

April 16, 1997

FLORIDA DEPARTMENT OF STATE
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

700002149027--4
-04/21/97--01096--012
*****70.00 *****70.00

Re: Articles of Incorporation of Web Designs of Orlando, Inc.
B&T File No. 330-053

Dear Sirs:

Enclosed please find an original and one copy of the Articles of Incorporation of Web Designs of Orlando, Inc., as well as the Certificate Designating Registered Agent for Service of Process Within This State, which we are submitting for filing as a matter of record with the Department of State.

Also enclosed please find a check made payable to the Department of State in the amount of \$70.00 for payment of the required fees for filing these Articles and Designation of the Registered Agent pursuant to Chapter 607, Florida Statutes.

Please file these documents immediately. Your prompt assistance in this regard will be greatly appreciated.

Very truly yours,

David F. Tegeler
David F. Tegeler

Enclosures

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 21 AM 9:16

Joe
4/23

**ARTICLES OF INCORPORATION
OF
WEB DESIGNERS OF ORLANDO, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 21 AM 9:16

The undersigned hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is Web Designers of Orlando, Inc. The principal address of the corporation is 12002 Dennison Court, Florida 32821.

ARTICLE II - COMMENCEMENT AND TERMINATION

The corporation is to commence its corporate existence on the date of subscription and acknowledgment of these Articles of Incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida and the United States of America.

ARTICLE IV - STATED CAPITAL

The maximum number of shares which the corporation is authorized to have outstanding at any one time is 1,000 shares of common stock. The par value shall be \$1.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be 12002 Dennison Court, Orlando, Florida 32821, and the initial registered agent of this corporation at such office shall be Michael Lutz, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service

of process.

ARTICLE VI - BOARD OF DIRECTORS

The initial Board of Directors shall consist of three (3) members. The number of directors may be increased or decreased from time to time by a vote of the shareholders. The names and addresses of the directors constituting the initial Board of Directors are:

Gary R. Wallster
6801 Sawmill Boulevard
Ocoee, Florida 34761

Michael Lutz
12002 Dennison Court
Orlando, Florida 32821

Carl H. Sullivan
6202 Courtney Cove
Apopka, Florida 32703

ARTICLE VII - INCORPORATORS

The names and street addresses of the persons signing these Articles are:

Gary R. Wallster
6801 Sawmill Boulevard
Ocoee, Florida 34761

Michael Lutz
12002 Dennison Court
Orlando, Florida 32821

Carl H. Sullivan
6202 Courtney Cove
Apopka, Florida 32703

ARTICLE VIII - INDEMNIFICATION

The liability of the directors of the corporation for money damages shall be eliminated to

the fullest extent permissible under Florida law. This corporation is authorized to provide indemnification of directors, officers, employees or agents for breach of duty to the corporation and its shareholders through By-Law provisions or through agreements with directors, officers, employees or agents, or both By-Laws and agreements, in excess of the indemnification specifically allowed by Florida laws, subject to any limitations on indemnifications under the Florida law which cannot be waived.

ARTICLE IX - LOST OR DESTROYED CERTIFICATES

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of the corporation.

Gary R. Wallster
Gary R. Wallster, Incorporator


STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 16th day of April, 1997, by Gary R. Wallster who is personally known to me, or who has produced _____ as identification and who did not take an oath.

David F. Tegeler
Notary Public, State of Florida
My Commission Expires:



DAVID F. TEGELER
My Commission CC523139
Expires Jan. 11, 2000

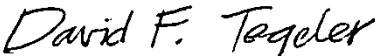

Michael Lutz, Incorporator

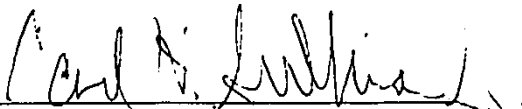
STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 16th day of April, 1997,
by Michael Lutz who is personally known to me, or who has produced Florida Driver License
No. L320-557-61-100-9 as identification and who did not take an oath.



DAVID F TEGELER
My Commission CC523139
Expires Jan. 11, 2000


Notary Public, State of Florida
My Commission Expires:

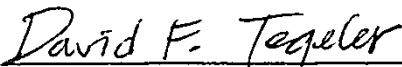

Carl H. Sullivan, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 16th day of April, 1997,
by Carl H. Sullivan who is personally known to me, or who has produced Florida Driver
License No. 5415-128-63-264 as identification and who did not take an oath.



DAVID F TEGELER
My Commission CC523139
Expires Jan. 11, 2000


Notary Public, State of Florida
My Commission Expires:

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**CERTIFICATE DESIGNATING REGISTERED AGENT
FOR SERVICE OF PROCESS WITHIN THIS STATE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 21 AM 9:16

Pursuant to Chapter 48, Florida Statutes, the following is submitted in compliance with

said act:

Web Designers of Orlando, Inc., a corporation organized under the laws of the State of Florida with its registered office located at 12002 Dennison Court, Orlando, Florida 32821, has named Michael Lutz, located at the above registered office, as its registered agent to accept service of process within the state.

Acknowledgment:

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

By: 

Registered Agent

Date: 4/16/97