

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TO: TOLL FREE No. 1-800-342-8062

FAX (904) 227-1227

PAID 17000038845

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

A 5/1

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	<i>5-1-97</i>	_____	_____
TIME	<i>830</i>	_____	CK No. _____
BY	<i>CJB</i>	_____	_____

WALK-IN Will Pick Up _____

RE: Websurfer Inc.

- Capital Express™
- Art. Inc. File
- Corp. Record Search
- Ltd. Partnership File
- Foreign Corp. File
- (-) Cert. Copy(s) *photo*
- Art. of Amend. File
- Dissolution/Withdrawal
- C U S-
- Fictitious Name File
- Name Reservation
- Annual Report/Reinstatement
- Reg. Agent Service
- Document Filing
- Corporate Kit
- Vehicle Search
- Driving Record
- Document Retrieval
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- File No.'s, _____ Copies
- Courier Service
- Shipping/Handling
- Phone () _____
- Top Priority _____
- Express Mail Prep. _____
- FAX () _____ pgs.

C.C. FEE DISBURSED

151257-0
2711111-151257-0
151257-0
******70.00*

RECEIVED
 TALLAHASSEE DIVISION
 97 MAY - 1 AM 9:43

SUBTOTALS

FEE.....	_____
DISBURSED.....	_____
SURCHARGE.....	_____
TAX on corporate supplies.....	_____
SUBTOTAL.....	_____
PREPAID.....	_____
BALANCE DUE.....	_____

RECEIVED
 97 MAY - 1 AM 8:45
 DIVISION OF CORPORATION

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 10% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION
OF
WEBSURFER, INC.

97 MAY - 1 AM 9:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

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:

WEBSURFER, INC.

The address of the principal office of this corporation shall be:

One South Ocean Boulevard, Suite 301
Boca Raton, Florida 33432

ARTICLE II

NATURE OF BUSINESS

This corporation may engage or transact 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 10,000,000 shares of common stock, \$.01 par value per share.

ARTICLE IV

INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws but shall never be less than one. The name of the initial director of this corporation is:

INDRESH BATRA

ARTICLE V

REGISTERED AGENT

The name and street address of the initial registered agent of the corporation shall be:

Jeffrey G. Klein
231223 State Road 7
Suite 350-B
Boca Raton, Florida 33428

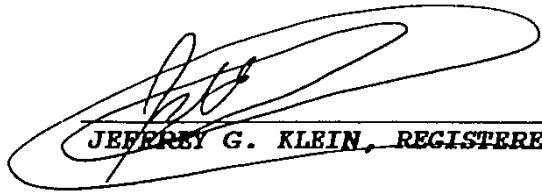
ARTICLE VI

TERM OF EXISTENCE

This corporation is to exist perpetually.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN AFFIDAVIT AND CERTIFICATE OF LIMITED PARTNERSHIP

JEFFREY G. KLEIN, 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 CERTIFICATE, is familiar with and accepts the obligation of the position of Registered agent under Section 607.0505, Florida Statutes.


JEFFREY G. KLEIN, REGISTERED AGENT

ARTICLE VII

INCORPORATOR

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

JEFFREY G. KLEIN, ESQUIRE
SUITE 350-B
23123 State Road 7
BOCA RATON, FLORIDA 33428

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 2nd day of April, 1997.



JEFFREY G. KLEIN, INCORPORATOR

FILED
97 MAY -1 AM 9:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA