

HERBCO AUDITING SERVICE, INC
P. O. BOX 16431
PLANTATION, FLORIDA 33318-6431

954-791-7041

P97000039219

April 23, 1997

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

4
29-22

600002160696--1
-04/30/97--01087--002
*****70.00 *****70.00

Gentlemen:

Enclosed please find the Articles of Incorporation for:

"VIRTUAL MARKETING, INC"

to become effective April 29, 1997.

No certified copy is needed.

Please send papers to the address listed above at your earliest convenience.

Enclosed find a check in the amount of \$70.00 to cover costs.

FILED
97 APR 30 PM 12:16
TALLAHASSEE, FLORIDA

Sincerely,

Herbert Stanley

Herbco Auditing Service, Inc

P. ONESSA MAY 2 - 1997

ARTICLES OF INCORPORATION

"VIRTUAL MARKETING, INC "

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following articles of incorporation

ARTICLE ONE

The name of the corporation is.

VIRTUAL MARKETING, INC

The address of the corporation is.

103 Angelfish Lane, Jupiter, Florida 33477

ARTICLE TWO

The term of existence of the corporation is perpetual

ARTICLE THREE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act, Chapter 607, Florida Statutes

ARTICLE FOUR

The aggregate number of shares which the corporation has authority to issue is 500 all of which shall be common shares without par value

ARTICLE FIVE

The street address of the initial registered office of the corporation is 103 Angelfish Lane, Jupiter, Florida 33477, and the name of the initial registered agent is Giovanni A. Abbondanzio.

TALLAHASSEE, FLORIDA

97 APR 30 PM 12:16

FILED

ARTICLES OF INCORPORATION

"VIRTUAL MARKETING, INC."

ARTICLE SIX

The business of the corporation shall be managed by the stockholders of the corporation rather than by a board of directors

ARTICLE SEVEN

The name and address of the incorporator is

Giovanni A. Abbondanzio
103 Angelfish Lane, Jupiter, Florida 33477

ARTICLE EIGHT

The corporation shall be deemed to commence its existence on

April 29, 1997

IN WITNESS WHEREOF I have subscribed my name this 23rd day
of April, 1997

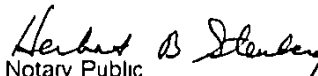
Incorporator



STATE OF FLORIDA)SS
COUNTY OF BROWARD)

On this 23rd day of April, 1997, before me, personally
appeared Giovanni A. Abbondanzio, known to me to be the person whose
name is subscribed to the within instrument, and acknowledged that
he executed the same for the purpose therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and seal


Notary Public

My commission #CC602037 expires

November 24, 2000

ARTICLES OF INCORPORATION

"VIRTUAL MARKETING, INC "

STATE OF FLORIDA

DEPARTMENT OF STATE

Certificate Designation Place of Business or Domicile for the Service of
Process Within This State. Naming Agent upon whom Process May Be
Served and Name and Address of the incorporator

The following is submitted in compliance with Chapter 48 091 and
607 034, Florida Statutes

a corporation organized (organizing) under the laws of the State of Florida,

with its initial registered office at 103 Angelfish Lane, Jupiter.

Florida 33477 has named Giovanni A. Abbondanzio its agent to accept
service of process within this state

Giovanni A. Abbondanzio
103 Angelfish Lane Jupiter Florida 33477

Incorporator



ACCEPTANCE

HAVING BEEN NAMED to accept service of process
for the above named corporation, at the place designated in this
certificate I hereby agree to act in this capacity, and I further agree
to comply with the provisions of all statutes relative to the proper
performance of my duties.

RESIDENT AGENT



FILED
97 APR 30 PM 12:16
TALLAHASSEE, FLORIDA