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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 19 PM 2:30

Albert C. Eaton
Attorney and Counselor at Law
1516 East Colonial Drive, Suite 100E
Orlando, Florida 32803

Telephone
(407) 843-8100

Telecopier
(407) 897-6986

May 14, 1997

Secretary of State
Division of Corporations
ATTENTION: Domestic Charter
Post Office Box 6327
Tallahassee, Florida 32314

100002183091--3
-05/19/97--01110--002
****122.50 ****122.50

Re: Articles of Incorporation
VIRTUAL STOREFRONT SOLUTIONS,
INC.

Dear Sir:

Enclosed are original and one copy of the Articles as above captioned, and our check in the amount of \$122.50, representing:

Filing Fee	\$35.00
Resident Agent Designation	\$35.00
Certified Copy	\$52.50

When the Articles have been processed, we would appreciate the return of the certified copy to our attention.

Thank you for your consideration in this matter.

Sincerely,



Albert C. Eaton

ACE/as
Enclosures

D. BROWN MAY 21 1997

ARTICLES OF INCORPORATION
OF
VIRTUAL STOREFRONT SOLUTIONS, INC.

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The undersigned, being a natural person, competent to contract and for the purpose of forming a corporation for profit under the Florida General Corporation Act, does hereby adopt the following articles of incorporation

ARTICLE I

NAME

The name of the Corporation is:

VIRTUAL STOREFRONT SOLUTIONS, INC.

ARTICLE II

DURATION

This Corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE III

PURPOSE OR PURPOSES

The purpose or purposes for which this Corporation is organized are to engage in any or all lawful business or trade which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on and as permitted under the Florida General Corporation Act.

ARTICLE IV

CAPITALIZATION

The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares. Such shares shall be of a single class designated as "Common Stock" and shall have a par value of TEN DOLLARS (\$10.00) per share.

Two hundred (200) shares of stock shall be issued to the incorporator and the balance of Eight hundred (800) shares shall remain in the Corporation or as otherwise designated by the Board of Directors.

ARTICLE V

REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE

The street address of the initial registered agent of the Corporation is 7613 Daphne Avenue, Orlando, Florida 32812, and the name of its initial registered agent at such address is ERIC A. OLSEN. The street address of the initial principal office of the Corporation is 7613 Daphne Avenue, Orlando, Florida 32812.

ARTICLE VI

DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the By-Laws. The name and address of each person who is to serve as a member of the initial board of directors is:

Name

Address

Eric A. Olsen

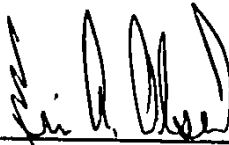
7613 Daphne Avenue, Orlando, FL 32812

ARTICLE VII
INCORPORATORS

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Eric A. Olsen	7613 Daphne Avenue, Orlando, FL 32812

Executed by the undersigned at Orlando, Orange County, Florida, on the 14th
day of May, 1997

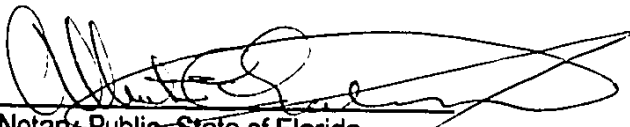


ERIC A. OLSEN
Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day before me, an officer duly authorized to take acknowledgments and oaths, personally appeared ERIC A. OLSEN, who is personally known to me or who has produced N/A as identification, who did not take an oath, who executed the foregoing and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

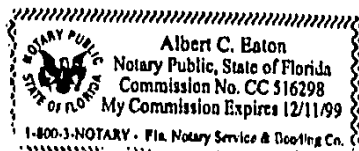
14th WITNESS MY HAND and official seal in the County and State aforesaid, this day of May, 1997.



Notary Public, State of Florida

ALBERT C. EATON
Printed Name

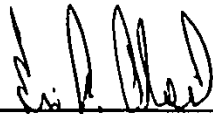
My Commission Expires:



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ACCEPTANCE BY REGISTERED AGENT

I hereby accept the designation of initial Registered Agent of VIRTUAL STOREFRONT SOLUTIONS, INC., that I am familiar with the obligations of that position, and I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



ERIC A. OLSEN
7613 Daphne Avenue
Orlando, FL 32812