

P97000053150

TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 16 AM 8:28

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

6.10.97 002 21 2866 -- 6
-1338-007
*****75 *****75

SUBJECT: SB.COM INC
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

~~\$78.75~~
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: KEN NAGEL
Name (printed or typed)

51 MAIN AVE S #309
Address

CLEARWATER FLA 34625
City, State & Zip

813-4431414
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. BROWN JUN 17 1997

ARTICLES OF INCORPORATION

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The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

SB.COM INC

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

51 MAIN AVE S.
SUITE 309
CLEARWATER FLA 34625

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

ALAN SNYDER
51 MAIN AVE S.
SUITE 309
CLEARWATER FLA.
34625

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

KEN NAGEL

12800 VONN RD #9753 LARGO FLA. 34644

MARK BARRETT

1433 S. HIBISCUS CLEARWATER FLA. 34615

STEPHEN CANNON

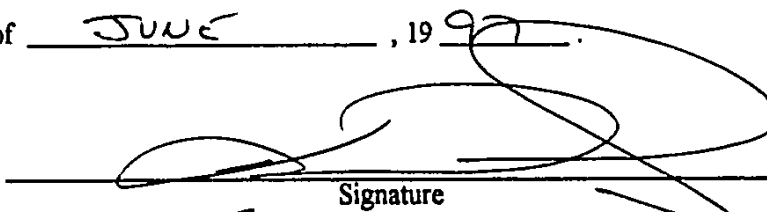
345 7TH AVE N. - SAFETY HARBOR 34695
FLA.

DOUG WETZEL

2537 S. MULBERRY DR
CLEARWATER FLA 34621

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

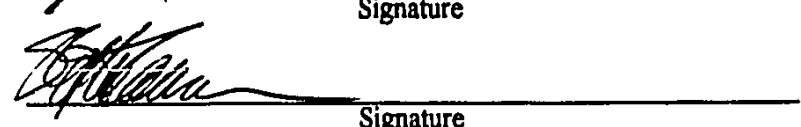
11 day of JUNE, 1997.



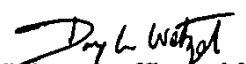
Signature



Signature



Signature



NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: SB. Com INC

2. The name and address of the registered agent and office is:

ALAN SNYDER
(NAME)

51 MAIN AVE S, #309
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

CLEARWATER FLA 34625
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

6-11-97
(DATE)