

P97000069316



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 492268 108894A

AUTHORIZATION :

Patricia Puyk

COST LIMIT : \$ 122.50

ORDER DATE : August 11, 1997

ORDER TIME : 10:56 AM

ORDER NO. : 492268-005

CUSTOMER NO: 108894A

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CUSTOMER: James M. Wuertz
GALAXY HOLDINGS, INC.

6001 Benjamin Road

Tampa, FL 33634

DOMESTIC FILING

NAME: INTERACTIVE AVENUE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS: _____

FILED
97 AUG 11 PM 1:25
TALLAHASSEE, FLORIDA

RECEIVED
97 AUG 11 PM 12:20
DIVISION OF CORPORATION

SN AUG 11 1997

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FILED

97 AUG 11 PM 1:25

**ARTICLES OF INCORPORATION
OF**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under and pursuant to the laws of the state of Florida, and any amendment thereof, adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: Interactive Avenue, Inc.

ARTICLE II

The principal address of this corporation is: 6001 Benjamin Rd., Tampa, Florida 33634.

ARTICLE III

The maximum number of shares of stock which this corporation shall have the right to issue shall be ONE THOUSAND (1,000) shares with a par value of ONE DOLLAR (\$1.00) per share. Each share of stock shall have voting power in the corporation except treasury stock held by the corporation. The stock shall be disposed of by this corporation for such consideration as shall seem fair and proper, provided that all stock shall be issued as fully paid and non-assessable.

ARTICLE IV

The name and address of the initial registered agent is: Michael E. Wuertz, 110 Woodglenn Ct., Oldsmar, Florida 34677.

ARTICLE V

The name and street addresses of the Incorporators for these Articles of Incorporation are:

Michael E. Wuertz	Joseph A. Diaz, Jr.
110 Woodglenn Ct.	9920 Middlecoff Dr.
Oldsmar, Fl 34677	New Port Richey, Fl 34655

ARTICLE VI

Regulations for the conduct of the business of this corporation other than that as set forth herein, or as are prescribed by the law of the State of Florida, shall be embodied by the bylaws of the corporation.

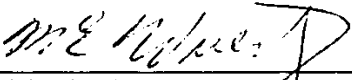
ARTICLE VII

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law. If all officers severally or collectively consent in writing to any action taken or to be taken by the corporation, the actions shall be valid as though it had been authorized at a meeting of the Board of Directors.

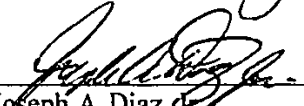
ARTICLE VIII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

The undersigned Incorporators has executed these Articles of Incorporation on this 7 day of August, 1997.



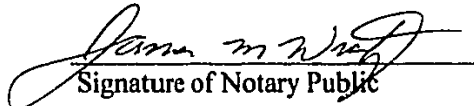
Michael E. Wuertz



Joseph A. Diaz, Jr.

State of Florida)
) ss
County of Hillsborough)

The foregoing instrument was acknowledged before me on this 7 day of August, 1997, by Michael E. Wuertz and Joseph A. Diaz, Jr. both of who are personally known to me and who did take an oath.



Signature of Notary Public

James M. Wuertz
Printed Name of Notary Public
State of Florida at large
Commission No.: LC 457959
My commission expires: May 2, 1999



JAMES M WUERTZ
My Commission CC457080
Expires May. 02, 1999
Bonded by HAI
800-422-1558

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: Interactive Avenue, Inc.

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

Michael E. Wuertz

(Name)

110 Woodglen Court

(P.O. Box not acceptable)

Oldsmar FL 34677

(City/State/Zip)

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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.

ME Wuertz
(Signature)

ME Wuertz