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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 12, 1997

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-11/17/97--01107--021
*****70.00 *****70.00


Dear Sir or Madame:

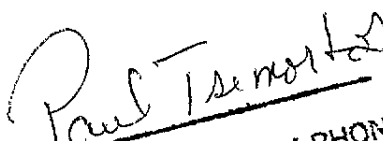
Please find three (3) forms along with the list of directors and a check in the amount of \$70.00 for the incorporation of Internet Consumer Credit Services, Inc.

Directors: Paul N. Tsimortos
Deighton O. Edwards
Nathan Rogers

I, Paul N. Tsimortos consent to be resident agent for Internet Consumer Credit Services, Inc. 420 Lincoln Road Suite 440 Miami Beach, FL 33139 Phone #: (305) 534-0840.

Yours Truly,


Paul N. Tsimortos


AUTHORIZATION BY PHONE TO GAVE
CORRECT Article II

DATE 11/17/97
DOC. # AM
added 2 more lines to article
per cover sheet.

P. Hall NOV 19 1997

ARTICLES OF INCORPORATION
of

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1. The name of the corporation shall be:

Internet Consumer Credit Services, Inc

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2. The duration of the Corporation shall be perpetual and the inception date of the Corporation shall be November 17, 1997.

3. The general purposes for which this corporation is formed are the transaction of any or all lawful businesses for which corporations may be incorporated pursuant to Chapter 607, Florida Statutes, Revised.

4. The aggregate number of shares which the Corporation shall have authority to issue is 1000 shares of common stock without nominal or par value.

5. No other shares of common or other stock shall be issued without the unanimous consent of the stockholders.

6. The street address of the corporation shall be:
420 Lincoln Road Suite 440

Miami Beach, FL 33139

The Mailing Address of the Corporation shall be: same as above

The Resident Agent shall be: Paul N. Tsimortos

7. The number of directors constituting the initial Board of Directors shall be three

(3). The name and address of the Director is:

Paul N. Tsimortos, Deighton O. Edwards, Nathan Rogers

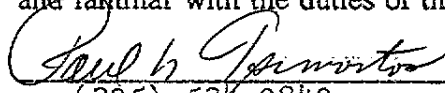
8. The Incorporator of the Corporation is:

Paul N. Tsimortos

Stockholder

Dated this 7th day of November, 1997

I, Paul N. Tsimortos hereby accept to act as Registered Agent and I am aware of and familiar with the duties of this office.


(305) 534-0840

Incorporator/Registered Agent