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Wilmington, DE 19801-1151 Phone: 302.575.0440 Fax: 302.575.1346 Toll Free: 800.542,2677 www.incorporate.com

January 19, 1998

Corporate Records Bureau Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE: Wall Street Watch, Inc. P3220518WAPEB

200002414482--4 -01/28/98--01054--003 *****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for Wall Street Watch, Inc.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact our Non Delaware Filings Department with questions regarding the enclosed, (302) 575-0440, Ext. 7003.

Very truly yours,

Service Incorporator

enc.

ARTICLES OF INCORPORATION OF

Wall Street Watch, Inc.

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

FIRST: The name of the corporation shall be Wall Street Watch, Inc.

SECOND: The address of the initial registered office of the corporation is 200-A John Knox Road, Tallahassee, FL 32303, County of Leon. The name of the registered agent located at said address is Larry Wolfe.

THIRD: The principal address of the corporation is 1859 Riviera Pkwy, Apt 5, Jacksonville, FL 32205.

FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

FIFTH: The total authorized stock of this corporation is divided into 200 shares at no par value.

SIXTH: The number of directors constituting the initial board of directors is two, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:

Harley Pebbles 1859 Riviera Pkwy, Apt 5, Jacksonville, FL 32205.

Judith A. Pebbles 1859 Riviera Pkwy, Apt 5, Jacksonville, FL 32205.

SEVENTH: The duration of the corporation is perpetual.

EIGHTH: The name(s) and address(es) of the persons who are to act as incorporator(s) are as follows:

Wendy Snow

c/o The Company Corporation 1313 N. Market Street, Wilmington, DE 19801.

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 19th day of January, 1998.

State of Delaware

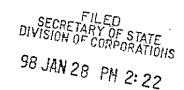
County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 19th day of January, 1998 by Wendy Snow.

Notary Public

SUSM: M. CR'FFIN NOTARY PUBLIC - STATE OF DELAWARE MY COMMISSION EXPIRES OCT. 6, 2005

This document was prepared by Wendy Snow c/o The Company Corporation 1313 N. Market Street, Wilmington, DE 19801-1151. (302) 575-0440.



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS MAY BE SERVED.

In compliance with Section 43.091, Florida Statutes, the following is submitted:

First, this Wall Street Watch, Inc.		
desiring to organize under the laws of the State of Florida with	its princi	— pal
place of business located in the city of Jacksonville	, State	
Florida, has named Larry Wolfe	located	•
200-A John Knox Road Tallahassee, FL 32303		
process within Florida.	r service	of

Having been named to accept service of process for the above stated 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 and complete performance of my duties.

January 19, 1998

Date