2/12/98

FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

11:28 AM

(((H98000002950 7)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: U.S. WEB INSTITUTE, INC.

AUDIT NUMBER..... H98000002950

DOC TYPE..... FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...0

PAGES....

CERT, COPIES.....0

EST.CHARGE..

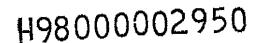
\$70.00 NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>: Help F1 Option Menu F2

NUM CAPS Connect: 00:06:12



ARTICLES OF INCORPORATION

OF

U.S. WEB INSTITUTE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

U.S. WEB INSTITUTE, INC.

The address of the principal office of this corporation shall be 5440 State Road 7 Suite 2, Ft Lauderdale, Florida 33311, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$ 1.00 per share, par value.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 10 Fairway Drive Suite 219, Deerfield Beach, Fl 33441, and the name of the initial registered agent of the corporation at that address is Scott E. Tillem.

Prepared By: Scott E. Tillem 10 Fairway Drive Suite 219 Deerfield Beach, Fl 33441 (954)725-0720

H98000002950



H98000002950

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have two officers and two directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until his successor is elected or appointed is(are):

Thomas C. Hill 902 Spring Cl #106 Deerfield Beach, Fl 33441

President Treasurer

James Brett Hudson 902 Spring Cl #106 Deerfield Beach, Fl 33441 Vice-Pres Secretary

ARTICLE VII. LIMITATION OF POWERS

The initial officers and directors of this corporation as listed in Article VI. Officers and Directors, shall not have the power to open a business checking and or business savings account in the name of this corporation until such time as is approved by a majority of the shareholders of this corporation. Additionally, the initial officers and directors of this corporation as listed in Article VI. Officers and Directors, shall not have the power to sign for or on behalf of this corporation or act as agents of this corporation until such time as is approved by a majority of the shareholders of this corporation.

ARTICLE VIII. COMPENSATION OF INITIAL OFFICERS AND DIRECTORS

Thomas C. Hill will be compensated on a commission basis plus one percent of all new sales.

James Brett Hudson will be compensated on a per sale basis as follows:

For 1-20 sales Mr. Hudson will receive \$30.00 per sale. For 21-30 sales Mr. Fludson will receive \$40.00 per sale. For 31+ sales Mr. Hudson will receive \$50.00 per sale.

H98000002950

Н98000002950

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Scott E. Tillem 10 Fairway Drive Suite 219 Deerfield Beach, Fl 33441

IN WITNESS WHEREOF, the undersigned has hereto set his hand on this

11th day of February , 1998.

SCOTT E. TILLEM

ARTICLE X. REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

SCOTT E ATLLEM

EGISTERED AGENT)

98 FEB 12 PM 2: 24

H98000002950

H98000002950

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of chapter 607.34 Florida Statues, the following is submitted, in compliance with said Act:

First-That U.S. WEB INSTITUTE, INC.

desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Ft Lauderdale, County of Broward, State of Florida has named Scott E. Tillem located at 10 Fairway Drive Suite 219, City of Deerfield Beach, County of Broward, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

· • • • • •

Having been named to accept service of process for the above stated corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

> Signature Registered Agent