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FLORIDA DIVISION OF CORPORATIONS
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CONTACT: RAY STORMONT

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NAME: U.S. WEB INSTITUTE, INC.

AUDIT NUMBER.....H98000002950

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

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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*

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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 Ct #106
Deerfield Beach, Fl 33441

President
Treasurer

James Brett Hudson
902 Spring Ct #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. Hudson will receive \$40.00 per sale.
For 31+ sales Mr. Hudson will receive \$50.00 per sale.

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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. TILLEM
(REGISTERED AGENT)

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***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 Statutes, 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.

By 
Signature
Registered Agent

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