P98000039386

Peter K. Russell

680 Roaring Drive, No. 349 Altamonte Springs, FL 32714 Phone: (407) 682-1000, Fax: (407) 682-2794

April 24th, 1998.

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Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Fl 32314

Dear Sirs:

Enclosed are the Articles of Incorporation for DMS.COM, INC., which I trust you will find in order and accept for filing.

Enclosed is my money order in the amount of \$70 as payment for filing fees.

Should you have any questions on this filing, please telephone me at (407) 682-1000.

Sincerely

Peter K. Russell

encl: Articles of Incorporation for DMS.COM, INC.

Money order # 02-125218805 in the amount of \$70

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SECTION ASSEC, FLORIDA

ARTICLES OF INCORPORATION

OF

DMS.COM, INC.

ARTICLE I

Name. The name of this Corporation is: DMS.COM, INC.

ARTICLE II

<u>Business Activity.</u> This Corporation may, and is authorized to engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE III

<u>Capital Stock.</u> The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is one million shares of common stock having a par value of ten cents (\$.10) per share, with the consideration to be paid for each share in money, property or services, as may be fixed by the Board of Directors.

ARTICLE IV

Term of Existence. This Corporation shall have perpetual existence.

ARTICLE V

<u>Principal Place of Business</u>. The initial street address in this State of the principal office of this Corporation shall be:

680 Roaring Drive, No. 349 Altamonte Springs, Florida 32714

and the Registered Agent shall be: Peter K. Russell.

Having been named to accept process for this Corporation, I hereby accept to act in the capacity and agree to comply with the provisions of said Florida Statutes relative to keeping open said office.

Registered Agent

ARTICLE VI

<u>Directors.</u> This Corporation shall not have less than one Director initially. The number of Directors may be increased from time to time through by-laws adopted by the stockholders,

ARTICLE VII

<u>Initial Directors.</u> The name and street address of the Initial Director of this Corporation shall be:

Peter K. Russell 680 Roaring Drive, No. 349 Altamonte Springs, FL 32714

Maureen O. Russell 680 Roaring Drive, No. 349 Altamonte Springs, FL 32714

ARTICLE VIII

<u>Incorporator</u>. The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Peter K. Russell 680 Roaring Drive, No. 349 Altamonte Springs, FL 32714

ARTICLE IX

<u>Amendment.</u> These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock issued and entitled to vote thereon, unless all of the Directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X

<u>Commencement.</u> Corporate existence shall commence at the time of the signing of the Articles of Incorporation in accordance with Florida Statutes, 607.167(1).

IN WITNESS WHEREOF, the incorporator above named, has set his hand and seal this 16th day of October, 1995.

Peter K. Russell:

KEVIN RAY MCQUEEM
COMMISSION # CC 488593
EXPIRES MAY 31, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

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SECHE VARY OF STATE