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IN OFFICE OF
GOLDMAN, BRUNING, MILDNER & KRIEGER, P.A.
FILED

ATTORNEYS AT LAW
LAW AND FINANCE BUILDING JUN 15 AM 9:57
10570 SOUTH U.S. HIGHWAY ONE, SUITE 300
PORT ST. LUCIE, FLORIDA 34952
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAROLD H. GOLDMAN (1931-1997)
ERIC J. BRUNING
LICENSED IN FL AND NJ
ROY T. MILDNER
JOHN J. KRIEGER, JR.

TELEPHONE
(561)878-4700
(561)335-8332

FACSIMILE
(561)335-8359

June 11, 1998

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, Florida 32314

300002559523--9
-06/15/98-01052-005
***122.50 ***122.50

Re: Webmasters Marketing, Inc.

To Whom It May Concern:

Enclosed please find an original and one (1) copy of the Articles of Incorporation and our check in the amount of \$122.50 which represents the filing fee and payment for a certified copy of these Articles of Incorporation.

If you have any questions concerning the above please do not hesitate to contact me directly.

Very truly yours,

Louis N. Larsen

SIGNED IN MY ABSENCE TO
EXPEDITE ANY DELAY

Louis N. Larsen, Esquire

LNL/fpg

enclosures

P. Hall JUN 17 1998

(3)

ARTICLES OF INCORPORATION
OF
WEBMASTERS MARKETING, INC.

FILED
98 JUN 15 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is WEBMASTERS MARKETING, INC.

ARTICLE II. NATURE OF CORPORATE BUSINESS

The corporation shall engage in internet web page construction and any other activity or business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock, each share have a par value of One Dollar (\$1.00).

Authorized capital stock may be paid for in cash, services or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV. EFFECTIVE DATE

The effective date of this corporation is the date in which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE V. REDEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof, at the price at which it is offered to others, which price may be in excess of par value.

ARTICLE VI. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VII. ADDRESS

The initial street address of the principal office of this corporation shall be 2740 SW Martin Downs Boulevard. Suite 350 Palm City, Fl. 34990.

ARTICLE VIII. DIRECTORS

The corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one. All directors shall be elected by affirmative vote of a least fifty-one percent (51%) of the outstanding shares.

ARTICLE IX. INITIAL DIRECTORS

The names and street addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified are:

Evelyn Stirn
2740 SW Martin Downs Boulevard
Suite #350
Palm City, Fl. 34990

ARTICLE X. AMENDMENTS

These Article 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 the Stockholders' meeting by a majority of the stock entitled to vote therein, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment to these Article to be made.

ARTICLE XII. RESTRICTIONS ON TRANSFER OF STOCK

Stockholders may enter into agreements restricting the right to freely transfer stock in the corporation. This a legend on the share certificates will state that there may be a restriction upon share transfer.

ARTICLE XIII. REGISTERED AGENT AND OFFICE

The Registered Agent designated for this corporation is Evelyn Stirn whose registered address is 2740 SW Martin Downs Boulevard, Suite 350, Palm City, Fl.34990

IN WITNESS WHEREOF, we have hereunto set out hands and seals, acknowledged and filed the foregoing Article of Incorporation under the laws of the State of Florida this 6 day of June, 1998.

Evelyn Stirn (SEAL)

STATE OF FLORIDA)
 : ss
COUNTY OF Martin -)

The foregoing instrument was sworn to and subscribed before me this 6 day of June, 1998, by Evelyn Stirn.



FRANCINE P GLENNON
My Commission CC564720
Expires Jun. 20, 2000

Francine P. Glennon
Notary
My Commission Expires:

ACCEPTANCE

I hereby accept the foregoing designation of Registered Agent
of WEBMASTERS MARKETING, INC.

DATED this 6 day of June, 1998.

Evelyn Stirn
Evelyn Stirn

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TALLAHASSEE, FLORIDA