<u>csc</u>	THE UNITED STATES CORPORATION
	COMPANY

ACCOUNT	NΟ	072100000032
ACCOUNT	TAC.	0/210000000

REFERENCE: 858113

AUTHORIZATION :

COST LIMIT :

ORDER DATE: June 16, 1998

ORDER TIME : 2:15 PM

ORDER NO. : 858113-005

CUSTOMER NO: 81195A

500002562105--8

CUSTOMER: Ms. Jeanie Newman

SCHMIDT & PHETERSON

Suite 420

400 South Dixie Highway Boca Raton, FL 33432

DOMESTIC FILING

NAME:

ONLINE INTERACTIVE MEDIA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

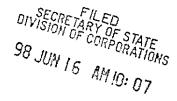
CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Turner

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

OF

ONLINE INTERACTIVE MEDIA, 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:

ONLINE INTERACTIVE MEDIA, INC.

The address of the principal office of this corporation shall be 400 South Dixie Highway, Suite 420, Boca Raton, Florida 33432, and the mailing address of the corporation 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 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

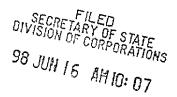
ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of
the corporation who shall hold office for the first year
of the corporation, or until their successors are elected
or appointed are:

Mindy Pheterson 400 South Dixie Highway, Suite 420 Boca Raton, Florida 33432



ARTICLE VII. INCORPORATOR

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

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on June 16, 1998.

CORPORATION SERVICE COMPANY

By: <u>Ullorah D. Skipper</u> It's Agent, Deborah D. Skipper

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: <u>Wellorah W. Skipper</u>
It's Agent, Deborah D. Skipper

GLS/rpt