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ACCOUNT NO.: 072100000032

REFERENCE: 058058

151289A

AUTHORIZATION:

ORDER DATE : December 9, 1998

ORDER TIME : 12:45 PM

THE UNITED STATES **CORPORATION**

ORDER NO. : 058058-005

CUSTOMER NO: 151289A

CUSTOMER: Mr. Sean Biddiscombe

PERSONAL COMMUNICATIONS GROUP, PERSONAL COMMUNICATIONS GROUP,

Suite 300

2401 East Atlantic Boulevard

Pompano Beach, FL 33062

DOMESTIC FILING

NAME:

GOLDEN INTERNET E-COMMERCE,

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: Janice Vanderslice

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

SECRETARY OF STATE DIVISION OF CORPORATIONS
98 DEC -9 PM 5: 19

OF

GOLDEN INTERNET E-COMMERCE, INC.

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

ARTICLE I

The name of the Corporation shall be GOLDEN INTERNET E-COMMERCE, INC. located at: 2401 E. Atlantic Blvd. Suite 300, Pompano Beach, Fl. 33062.

ARTICLE II

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity of business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III

AUTHORIZED CAPITAL

The initial authorized capital of the corporation shall be Fifty Thousand Dollars (\$50,000).

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue forty million (40,000,000) shares of common

stock. The shares of stock shall have a par value of (.005) per share. The consideration to be paid for each share shall be fixed at the Board of Directors meeting.

ARTICLE V

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

This corporation's Initial Registered Agent and Registered office in the State of Florida shall be: Sean Biddiscombe 2401 E. Atlantic Blvd. Suite 300, Pompano Beach, Fl. 33062

ARTICLE VI

BOARD OF DIRCETORS

The number of Directors may be altered from time to time by the by-laws adopted by Stockholders. However, the corporation shall have no less than one (1) Director at any time.

ARTICLE VII

INITIAL DIRECTORS

The name and address of the Director(s) are:

David Decker, 2401 E. Atlantic Blvd. Suite 300, Pompano Beach, Fl. 33062

Sean Biddiscombe, 2401 E. Atlantic Blvd. Suite 300, Pompano Beach, Fl. 33062

Todd Nelson, 15700 W. 6th Ave. Golden, CO. 80401

Taylor Stull, 15700 W. 6th Ave. Golden, CO. 80401

ARTICLE VIII

INCORPORATORS

The name and address of each Incorporator executing these Articles of Incorporation is:

Sean Biddiscombe, 2401 E. Atlantic Blvd. Suite 300, Pompano Beach, Fl. 33062

ARTICLE IX

COMMENCEMENT DATE

Corporate existence will commence of date Articles of Incorporation are approved.

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a corporation to do business within the State of Florida, does hereby make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated herein are true.

Sean Biddiscombe

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name of the corporation is:	Golden	Internet	E-COMMUNIC	L, IN	ر.
2.	The name and address of the register	ered agent and of	ffice is:			-
	SEAN BIDDISCOMBE (NAME)			 -	- 330 86	SECRETA
	(P.O. Box or Mail Drop Box NOT ACCEPTABLE)				9 PH 5:	RY OF STA
	Pompano	BCL F	33062 (C)	<u> </u>	19	STATE

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

