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RONALD C. KOPFLOW
CHARLES W. FLYNN
JAMES J. SOPER

December 10, 1998

Division of Corporations
Department of State, Florida
P.O. Box 6327
Tallahassee, Florida 32314
Attn: New Filings

Re: **CyberBuyer.Com, Inc.**

700002711547--9
-12/14/98-01078-020.
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed please find executed articles of incorporation for the above-referenced organization and our check in the sum of \$78.75, made payable to your order. Please register the corporation, have a corporate document number assigned and return the certificate with articles to this office.

If you have any questions, please contact the undersigned at your earliest convenience.

Respectfully,
KOPFLOW & FLYNN, P.A.

By: 

James J. Soper, Esquire

JJS/dt
Enclosures: as stated

EFFECTIVE DATE
12-10-98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 14 PM 6:14

5-1-05
12-1-05

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 14 PM 6:14

ARTICLES OF INCORPORATION

OF

CyberBuyer.com, Inc.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, F.S. Chap. 607, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I: NAME

The name of the incorporation shall be: **CyberBuyer.com, Inc.**

The principal place of business of this corporation shall be:

**CyberBuyer.com, Inc.
7720 S.W. 142 STREET
MIAMI, FLORIDA 33158**

ARTICLE II: NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares and its par value that this corporation is authorized to have outstanding at any one time is:

1000 @ 1.00 par value

EFFECTIVE DATE
12-10-98

ARTICLE IV: TERM OF EXISTENCE

This corporation is to exist perpetually from 10 December, 1998.

ARTICLE V: OFFICERS AND DIRECTORS

The name(s) and street address(es) of the initial director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

**ROBERT KESSELMAN
PRESIDENT AND DIRECTOR
7720 S.W. 142 STREET
MIAMI, FLORIDA 33158**

**HOWARD G. KESSELMAN
SECRETARY, TREASURER AND DIRECTOR
7720 S.W. 142 STREET
MIAMI, FLORIDA 33158**

ARTICLE VI: NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator to this document is:

**ROBERT KESSELMAN
PRESIDENT AND DIRECTOR
7720 S.W. 142 STREET
MIAMI, FLORIDA 33158
TEL: (305) 253-5496**

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10th day of December, 1998.

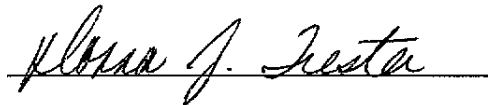

ROBERT KESSELMAN

SIGNATURE ACKNOWLEDGEMENT

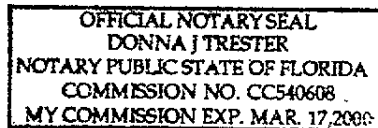
**STATE OF FLORIDA
COUNTY OF DADE**

THE FOREGOING instrument was acknowledged and sworn before me this 10th day of December, 1998, by **ROBERT KESSELMAN**, who is personally known to me, as incorporator for **CyberBuyer.com, Inc.**

**NOTARY PUBLIC
State of Florida**



My Commission Expires:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 14 PM 6:14

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provision of Florida Statute §607.0501, 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:

CyberBuyer.com, Inc.

2. The name and address of the registered agent and office is (P.O. Box is not acceptable):

**ROBERT KESSELMAN
7720 S.W. 142 STREET
MIAMI, FLORIDA 33158**

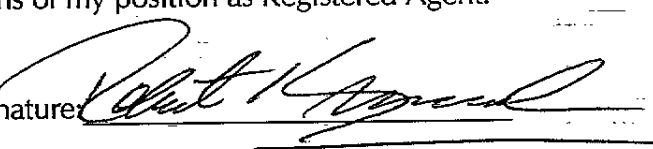
Signature: 

Corporate officer

Title: President and Director

Date: 12/10/98

Having been named as Registered Agent and to accept service of process for the above-named 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.

Signature: 

Date: 12/10/98

EFFECTIVE DATE