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Wasserman & Walters

ATTORNEYS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

David A. Wasserman  
Lawrence G. Walters  
Scott R. Rost

January 22, 1999

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

RE: E-Web, Inc.

FILED  
99 JAN 25 AM 8:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Enclosed herewith are the original and one copy of the Articles of Incorporation for the above-referenced corporation.

Also enclosed is our firm's check in the amount of \$122.50 to cover the cost of the Filing Fee, Certified Copy of Charter and Registered Agent Fee for the corporation.

Please return to us a certified copy of the Articles of Incorporation for the corporation in the enclosed envelope.

Thank you for your cooperation in this matter.

900002753919--7  
-01/25/99-01130-004  
\*\*\*\*122.50 \*\*\*\*\*78.75

Very truly yours,

Scott R. Rost

SRR/cw  
Encls.  
cc: Mr. Philip Kraft

B. BROCK JAN 28 1999

228 Park Avenue North  
Suite B  
Winter Park, FL 32789  
Tel (407) 539-1140  
Fax (407) 539-1126  
e-mail: info@1st-amendment.com

Aircraft accessible office:  
Spruce Creek Fly-In  
210 Cessna Blvd.  
Suite A  
Daytona Beach, FL 32124  
Tel (904) 760-8890  
Reply to: Winter Park

**ARTICLES OF INCORPORATION  
OF  
E-WEB, INC.**

FILED  
99 JAN 25 AM 8:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I. NAME**

The name of this corporation shall be E-Web, Inc.

**ARTICLE II. PRINCIPAL OFFICE**

The address of this corporation's principal office shall be: 145 Randia Drive, Orlando, Florida 32807.

**ARTICLE III. MAILING ADDRESS**

The mailing address of the Corporation is 145 Randia Drive, Orlando, Florida 32807.

**ARTICLE IV. CAPITAL STOCK**

This corporation shall have the authority to issue one hundred (100) shares of common capital stock at a par value of \$1.00 per share.

**ARTICLE V. PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

**ARTICLE VI. TRANSFER RESTRICTIONS**

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for

Articles Of Incorporation Of E-Web, Inc.

sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions  
Imposed By This Corporation's Articles Of Incorporation, A Copy Of  
Which Is On File At This Corporation's Principal Office."


**ARTICLE VII. INITIAL REGISTERED OFFICE & AGENT**

The name of the individual who shall serve as this corporation's initial registered agent and address is: Scott R. Rost, Esquire, 228 Park Avenue North, Suite B, Winter Park, Florida 32789.

**ARTICLE VIII. INCORPORATOR**

The name and address of the individual who shall serve as this corporation's incorporator are:

Scott R. Rost, Esquire, 228 Park Avenue North, Suite B, Winter Park, Florida 32789.

  
\_\_\_\_\_  
Scott R. Rost - Incorporator


I hereby accept my designation as registered agent and agree to serve as the registered agent of E-Web, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for E-Web, Inc.

  
\_\_\_\_\_  
Scott R. Rost- Registered Agent

State Of Florida  
County Of Orange

FILED  
99 JAN 25 AM 8:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

On 1/22/99, Scott R. Rost, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of E-Web, Inc.

  
\_\_\_\_\_  
Notary Public - State of Florida  
my commission expires: \_\_\_\_\_ (SEAL)



Articles Of Incorporation Of E-Web, Inc.