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TOUCAN DO ENTERPRISES, INC.
6120 CASTLEWOOD LANE
ORLANDO, FLORIDA 33808

November 23, 1998

Department of State
Division of Corporations
Dave Mann, Director
Post Office Box 6327
Tallahassee, FL 32301

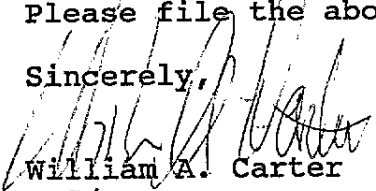
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*****70.00 *****70.00

Dear Director:

I am enclosing m check in the amount of \$70.00 to cover the cost of the filing fee and the registered agent fee, together with an original of my articles of Incorporation.

Please file the above and notify me at the letter head address.

Sincerely,


William A. Carter
WAC/ec

FILED
99 FEB -8 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DMC
2/8/99

ARTICLES OF INCORPORATION
OF
TOUCAN DO ENTERPRISES, INC.

We, the undersigned, hereby associates ourselves together for the purpose of becoming a corporation under and by virtue of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of this corporation shall be:

TOUCAN DO ENTERPRISES, INC.

ARTICLE II

The object and purpose of this corporation and the general business or businesses to be transacted shall be as follows:

1. To conduct a General merchandise wholesale and products business and business consulting operations.

2. To engage in all other Lawful businesses.

3. To make and enter into all contracts necessary for the conduct of its business or businesses.

4. To borrow money of any person, firm or corporation, to issue bonds, debentures or obligations of this corporation from time to time for any objects or purposes of the corporation, and to secure same by mortgage, pledge or by any other lawful means.

5. To have officers, conduct its business and its objects within or without the State of Florida, in the District of Columbia, the territories and possessions of the United States, and in foreign countries without restriction of place or amount.

6. To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes or for the carrying out of any of the objects or for the exercise of any of the powers herein set forth, whether herein specified or not, and whether in connection with other firms, individuals or corporations, or whether in the States of Florida or throughout the United States or elsewhere, and to do any other act or acts, then or hereafter incidental or pertinent to or connected with the foregoing.

1. The first part of the document is a list of names and titles, including "The Hon. Mr. Justice" and "The Hon. Mr. Justice".

2. The second part of the document is a list of names and titles, including "The Hon. Mr. Justice" and "The Hon. Mr. Justice".

ARTICLE VIII

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The officers of the corporation shall be: a president, vice-presidents, secretary, and treasurer. The number of vice presidents may be fixed and determined by the Board of Directors from time to time. Until the first meeting of the Board of Directors or until the successor or successors have been elected and have qualified, the following shall be the officer of the corporation:

PRESIDENT:	WILLIAM A. CARTER
VICE PRESIDENT, SECRETARY, & TREASURER:	WILLIAM A. CARTER.

ARTICLE IX

The name and post office address of the subscriber of the Articles of Incorporation and a statement of the number of shares of stock which each subscriber agrees to take, are as follows:

WILLIAM A. CARTER	(100 SHARES)
6120 CASTLEWOOD LANE..	
ORLANDO, FLORIDA 32808	

ARTICLE X

The annual meeting of the stockholders shall be held on the first Monday of each year, or at such other time as may be fix by the By-Laws, at which time the Board of Directors shall be elected and such other business as may properly come before the meeting may be considered and transacted.

The officers of the corporation shall be elected annually by the Board of Directors at a meeting of the Board to be held annually immediately following the annual stockholders meeting.

The time, place and manner of calling meetings of the stockholders or Directors shall be fixed by the by-laws of the corporation. The Board of Directors may provide for the election of and prescribe the duties of such other officers and agents as the Board may deem advisable and proper, and may take such action not inconsistent with the Articles of Incorporation, and the by-laws of the corporation and the laws of the State of Florida, as such Board may deem advisable for the conduct and operation of the business of the corporation.

The Board of Directors shall appoint a resident agent as required by the laws of the State of Florida

ARTICLE XI

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The highest amount of liability to which this corporation can, at any time, subject itself, shall be unlimited.

ARTICLE XII

A special meeting of the subscribers or their assigns shall be held, upon the call of the president, for the purpose of completing the organization of the corporation and adoption of the by-laws and the transaction of such other business as may be desired.

ARTICLE XIII

The registered office and the registered agent shall be as follows:

WILLIAM A. CARTER
6120 CASTLEWOOD LN
Orlando, Florida 32808

I, REGISTERED AGENTS NAME, do hereby accept the registered agent designation.


William A. Carter

IN WITNESS WHEREFORE, we have hereunto set our hands and seal at CITY, STATE, this th day OF February 1999.

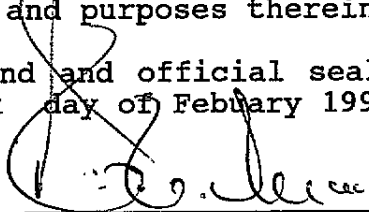

WILLIAM A. CARTER

(Seal)

STATE OF FLORIDA:
COUNTY OF ORANGE:

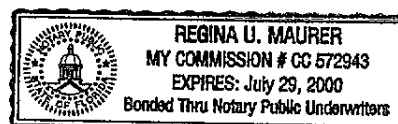
BEFORE ME, the undersigned authority, personally appeared William A. Carter known by me to be the person described herein and who signed the Corporate Articles of Incorporation and who acknowledged before me that he signed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal at Orlando, Orange County, Florida, this 1st day of February 1999.


Notary Public

My commission expires: 2000

4.



FILED
99 FEB -8 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA