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Office of the Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

March 9, 1999

Dear Sir,

RE: The Safe Companies, Inc.

Enclosed please find the original, and one copy, of the Articles of Incorporation which includes the Designation of Registered Agent, together with my check in the amount of \$ 70.00 for filing same.

Thank you for your usual prompt attention to these matters.

Please return letter of Acknowledgement to:

William C. Gottschalk, Jr.
3853 Cricket Cove Road East
Jacksonville, FL 32224-8403

Sincerely,

William C. Gottschalk, Jr.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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99 MAR 11 PM 3:46
OFFICE OF THE SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

The Safe Internet Companies, Inc.

The undersigned, acting as the incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation.

ARTICLE I- NAME

The name of the Corporation is:

The Safe Internet Companies, Inc.

ARTICLE II- ADDRESS

The address of the principle office is:

3853 Cricket Cove Road East
Jacksonville, Florida 32224-8403

The mailing address of the corporation is:

3853 Cricket Cove Road East
Jacksonville, Florida 32224-8403

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**ARTICLE III
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office is:

863 S. Lane Avenue
Jacksonville, Florida 32205

And the name of the registered agent is:

Greg Hardee

ARTICLE IV- DURATION

The Corporation shall have perpetual existence.

ARTICLE V- PURPOSE

The purpose of the Corporation is to engage in any lawful act or
Activity for which corporations may be now or hereafter organized
Under the laws of the State of Florida.

ARTICLE VI- CAPITAL STOCK

The Corporation is authorized to issue only one class of stock.
The total number of shares authorized shall be 1000 and the par value of
Each share is \$ 0.10.

ARTICLE VII- BOARD OF DIRECTORS

The initial board of directors shall consist of 1 member.
The name and mailing address of the person who is to
Serve as the Director is:

William C. Gottschalk, Jr., President
3853 Cricket Cove Road East
Jacksonville, Florida 32224-8403

ARTICLE VIII- INCORPORATOR

The name and address of the incorporator is:

William C. Gottschalk, Jr.
3853 Cricket Cove Road East
Jacksonville, Florida 32224-8403

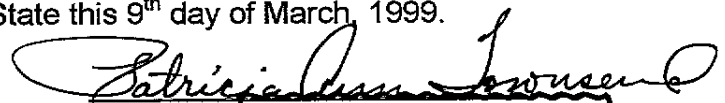
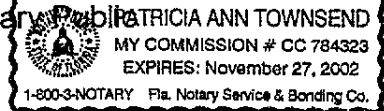
The undersigned being the sole incorporator above named signs
And acknowledges these Articles of Incorporation at Jacksonville,
Florida, on this 9th day of March, 1999.


Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

Before me, the undersigned authority, personally appeared
William C. Gottschalk, Jr., who is to me well known to be the person described in
and who subscribed the above Articles of Incorporation, and he did freely and
voluntarily acknowledge before me according to the law that he made and
subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS THEREOF, I have hereunto set my hand and my official
seal, at Jacksonville in said County and State this 9th day of March, 1999.


Notary Public

MY COMMISSION # CC 784323
EXPIRES: November 27, 2002
1-800-3-NOTARY Fla. Notary Service & Bonding Co.

My Commission Expires: 11/27/00

CERTIFICATE OF DESIGNATED
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:

The Safe Internet Companies, Inc.

2. The name and address of the registered agent and office is:

Greg Hardee

863 S. Lane Avenue

Jacksonville, Florida 32205

ACCEPTANCE

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.

SIGNATURE: Greg Hardee

DATE: 3-11-99

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TALLAHASSEE, FLORIDA

SUBSCRIPTION AGREEMENT

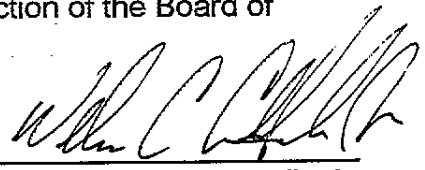
1. This agreement is executed on March 9, 1999, by the following Persons who are the SUBSCRIBERS for all the shares of The Safe Internet Companies, Inc. covered by this agreement.
2. Each SUBSCRIBER respectively agrees to subscribe for and to Purchase the number of shares of \$ 0.10 par value common stock Of The Safe Internet Companies, Inc. (The corporation) as set forth below.

SUBSCRIBER	NUMBER OF SHARES
William C. Gottschalk, Jr.	1000

3. The consideration of \$ 0.10 per share is to be paid in cash payment To the Corporation in exchange for delivery of the shares subscribed For in paragraph 2 of this Agreement.
4. This Agreement is to be construed in a manner so as to reasonably Effectuate its objectives.


William C. Gottschalk, Jr.

Accepted for The Safe Companies, Inc. by direction of the Board of
Directors of The Safe Internet Companies, Inc.


William C. Gottschalk, Jr.
Incorporator and President
The Safe Internet Companies, Inc.