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UCC FILING & SEARCH SERVICES, INC.
526 East Park Avenue
Tallahassee, FL 32301
(850) 681-6528

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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

e-Com Partners Inc.

- Wait In
- Mail Out
- Will Wait
- Photocopy

Pick Up Time

Certified Copy

EFFECTIVE DATE
5-1-99

Certificate of Status

Certificate of Good Standing

ARTICLES ONLY

ALL CHARTER DOCS

RUSH

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

Certificate of FICTITIOUS NAME

FICTITIOUS NAME SEARCH

CORP SEARCH

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Ordered By: _____

Date: _____

*ajc
S/S*

ARTICLES OF INCORPORATION

OF

e-COM PARTNERS, INC.,

a Florida corporation

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is e-COM PARTNERS, INC. ("Corporation").

ARTICLE II

The existence of the Corporation shall begin on May 1, 1999.

ARTICLE III

The street address of the principal office of the Corporation is 1247 Tadsworth Terrace, Lake Mary, Florida 32746. The mailing address of the Corporation is PMB 36, 3801 West Lake Mary Boulevard, Lake Mary, Florida 32746.

ARTICLE IV

EFFECTIVE DATE
5-1-99

The maximum number of shares this Corporation is authorized to issue is 5,000,000, par value \$.01 per share, all of which shall be Common Shares.

ARTICLE V

The initial registered agent for the Corporation at that address is UCC Filing & Search Services, Inc. The initial street address of the Corporation's registered office is 526 East Park Ave., Suite 200, Tallahassee, Florida 32301

ARTICLE VII

The name and street address of the person signing these articles of incorporation is:

Name	Address
CARL A. GRUBB	3525 Del Mar Heights Rd., No. 131 San Diego, CA 92130

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on May 1, 1999.

Carl A. Grubb

CARL A. GRUBB

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for e-COM PARTNERS, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Dated: May 5, 1999

UCC Filing & Search Services, Inc.

By: *W. Edward Hand*
W. Edward Hand