



THE UNITED STATES
CORPORATION
COMPANY

P99000043973

FILED

99 MAY 13 AM 8:16

ACCOUNT NO. : 072100000032

REFERENCE : 238970 7165353

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : May 13, 1999

ORDER TIME : 10:43 AM

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ORDER NO. : 238970-005

-05/13/99--01058--015

*****78.75 *****78.75

CUSTOMER NO: 7165353

CUSTOMER: Mr. Gary F. Livigne
THE BUSINESS SUPERSTORE, INC.
THE BUSINESS SUPERSTORE, INC.
Suite 205
4360 North Lake Boulevard
West Palm Beach, FL 33410

DOMESTIC FILING

NAME: C.P.S. AND COMPANY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea

EXAMINER'S INITIALS:

RECEIVED
99 MAY 13 AM 11:23
DIVISION OF CORPORATION

ARTICLES of INCORPORATION
OF
C.P.S. AND COMPANY, INC.

FILED
99 MAY 13 AM 8:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

C.P.S. AND COMPANY, INC.

The principal place of business of this corporation shall be 4270 Aloma Avenue #124, PMB 22-A Winter Park, Florida 32792; and the mailing address shall be the same.

ARTICLE II. NATURE of BUSINESS

This corporation may engage or transact in 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$.10 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 4270 Aloma Avenue #124, PMB 22-A Winter Park, Florida 32792; and the initial registered agent of the corporation is Christopher Saurier.


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ARTICLE V. TERM of EXISTENCE

This corporation is to exist perpetually.


ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation managed under the direction of its Board of Directors subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and street address of the initial members of the Board of Directors are:


Christopher Saugier, Director
4270 Aloma Avenue #124, PMB 22-A
Winter Park, Florida 32792

ARTICLE VII. INCORPORATOR

The name and street address of the incorporators to these Articles of Incorporation is:


Christopher Saugier, President
4270 Aloma Avenue #124, PMB 22-A
Winter Park, Florida 32792

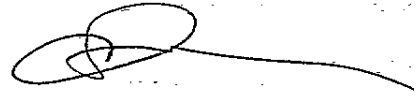
ARTICLE VIII. PRIVATE PROPERTY


The private property of the stockholders shall not be subject to payment of the corporate debts to any extent.

ARTICLE IX. INDEMNITY

This corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 11th day of May, 1999.



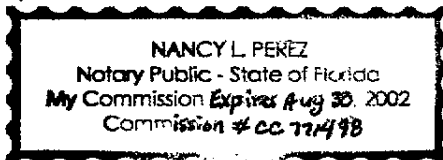
Christopher Saugier, President


STATE OF FLORIDA
COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Christopher Saumier, Incorporators to me known to be the persons described as subscriber in who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 11th day of May, 1999.

Nancy L. Perez
NOTARY PUBLIC Signed 12th day of May, 1999



ACCEPTANCE of REGISTERED AGENT DESIGNATED

IN ARTICLES of INCORPORATION

I HEREBY ACCEPT the appointment as the initial registered agent of C.P.S. AND COMPANY, INC. made in the foregoing Articles of Incorporation.

Christopher Saumier
Christopher Saumier, President
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cc.
May 12, 1999

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99 MAY 13 AM 8:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA