

TRANSMITTAL MEMORANDUM

TO: FLORIDA DEPARTMENT OF STATE  
CORPORATIONS DIVISION  
P. O. BOX 6327  
TALLAHASSEE, FL 32314

DATE: May 11, 1999  
RE: Sundaydeal.com, Inc.

FILE NO. W-49,432

DOCUMENTS OR PAPERS LISTED BELOW ARE ENCLOSED:

500002873505--23  
-05/13/99--01042--019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

1. Original and one copy of Articles of Incorporation;
2. Check for \$78.75 covering;  
    \$ 35.00 Filing Fee  
    8.75 Certified Copy  
    35.00 Registered Agent
3. Stamped, self-addressed return envelope.

**P99000044628**

PLEASE TAKE THE FOLLOWING ACTION:

Please file the Articles. Certify the copy and return it to my office in the envelope provided.

THANK YOU.

STENSTROM, MCINTOSH, COLBERT, WHIGHAM & SIMMONS, P.A.  
Attorneys at Law  
Post Office Box 4848  
Sanford, Florida 32772-4848  
Telephone: (407) 322-2171  
Orlando: (407) 834-5119  
FAX: (407) 330-2379

/s/ FRANK C. WHIGHAM

FRANK C. WHIGHAM, ESQUIRE

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FILED  
99 MAY 13 PM 1:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. SMITH MAY 17 1999

ARTICLES OF INCORPORATION  
OF  
SUNDAYDEAL.COM, INC.

99 MAY 13 PM 1:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

ARTICLE I - NAME

The name of this corporation is SUNDAYDEAL.COM, INC., located at 9527 Darien Ave., Orlando, Florida, 32817.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing with the filing of these Articles of Incorporation by the Florida Department of State pursuant to the laws of the State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business which corporations may conduct pursuant to the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of common stock at \$1.00 par value, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED  
OFFICE AND AGENT

The street address of the initial registered office of this corporation is 200 W. First Street, Sanford, Florida, 32771, and the name of the initial Registered Agent of this corporation located at that address is FRANK C. WHIGHAM.

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

TRAVIS MITCHELL	9527 Darien Ave. Orlando, FL 32817
JAMES LARRY BURNEY	301 Indian Grove Dr. Stuart, FL 34994
JOYCE BURNEY	301 Indian Grove Dr. Stuart, FL 34994

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

FRANK C. WHIGHAM	200 W. First Street Sanford, FL 32771
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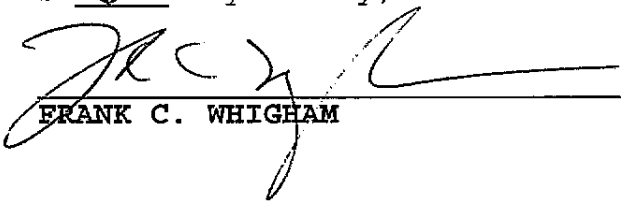
ARTICLE VIII - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon shareholders is subject to this reservation.

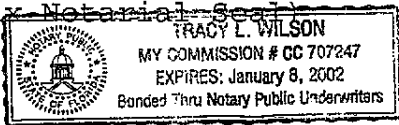
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 6 day of May, A.D. 1999.

  
FRANK C. WHIGHAM

STATE OF FLORIDA     )  
COUNTY OF SEMINOLE    )

The foregoing instrument was acknowledged before me by FRANK C. WHIGHAM, personally known to me, this 5 day of May, 1999.

(Affix Notarial Seal)



Tracy L. Wilson  
Notary Public  
Print Name: Tracy L. Wilson

FILED  
99 MAY 13 PM 1:25  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE.  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:**

**SUNDAYDEAL.COM, INC.**

In pursuance to Chapter §48.091, Florida Statutes, the following is submitted in compliance with said Act:

**FIRST:** That **SUNDAYDEAL.COM, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 9527 Darien Ave., Orlando, FL 32817, has named FRANK C. WHIGHAM located at 200 W. First Street, Sanford, County of Seminole State of Florida, as its Registered Agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above entitled corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

FRANK C. WHIGHAM