

**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

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Articles

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ARTICLES OF INCORPORATION
OF
LIFEKEEPERS-ONLINE.COM, INC.

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. CORPORATE NAME.

The name of this corporation is Lifekeepers-online.com, Inc.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation are 11300 US Highway 1, Suite 400, North Palm Beach, Florida 33408

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 50,000,000 shares of common stock, no par value.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are David M. Bovi, P.A., 319 Clematis Street, Suite 812, West Palm Beach, FL 33401.

ARTICLE V. INCORPORATORS.

The name and street address of the incorporator to these articles of incorporation are David M. Bovi, P.A., 319 Clematis Street, Suite 812, West Palm Beach, FL 33401.

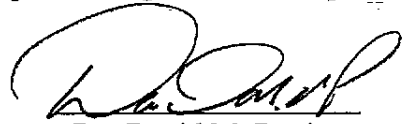
The undersigned incorporator has executed these articles of incorporation on June 3, 1999



David M. Bovi, P.A.
David M. Bovi, President

Acceptance of Registered Agent

Having been named to accept service of process for Lifekeepers-online.com, Inc., at the place designated in the articles of incorporation, the undersigned is familiar with and accept the obligations of that position pursuant to F.S. 607.0501(3)



By: David M. Bovi

Date: June 3, 1999

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