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Division of Corporations

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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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FLORIDA PROFIT CORPORATION OR P.A.

BIZCLUBUSA.COM, INC.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

B. McKnight JUN 16 1999

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ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this corporation is BizClubUSA.Com, Inc.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:
2520 N. Powerline Road
Suite 301
Pompano Beach, Florida 33069

ARTICLE III - PURPOSE

This corporation is organized for the purpose of conducting legal business in the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 per value common stock, which shall be designated as "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2520 North Powerline Road, Suite 301, Pompano Beach, Florida 33069 and the name of the initial registered agent of this corporation at that address is Bob Collins.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have on (1) director to hold office until the first annual meeting of stockholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the by-laws of the Corporation. The name and address of the initial Director is:

Bob Collins
2520 N. Powerline Road
Suite 301
Pompano Beach, Florida 33069

Prepared By:
Tamar Duffner Shendell
3650 N. Federal Highway
Suite 208
Lighthouse Point, FL 33064
(954) 781-3747
Bar # 861359

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ARTICLE VII - INCORPORATOR

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

Tamar Duffner Shendell, Esq.
Tamar Duffner Shendell, P.A.
3650 North Federal Highway
Suite 208
Lighthouse Point, Florida 33064

ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX - INDEMNIFICATION

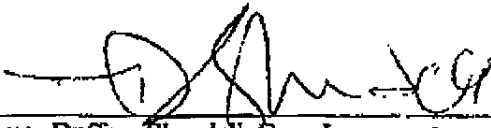
The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: May 17, 1999


Tamar Duffner Shendell, Esq., Incorporator

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STATE OF FLORIDA

COUNTY OF Broward

The foregoing instrument was acknowledged before me this 25th day of June, 1999 by Tamar Duffner Shendell, Esq., who is personally known to me and who did take an oath.

Therese Port
Notary Public

My Commission Expires:

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Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

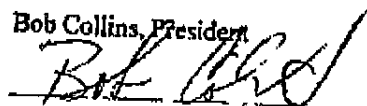
First, that BizClubUSA.Com, desiring to organize or qualify under the laws of the State of Florida, has named Bob Collins, located at 2520 North Powerline Road, Suite 301, Pompano Beach, Florida 33069 as its agent to accept service of process within Florida.


Tamar Duffner Shendell, Esq., Incorporator

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 6-10-99

Bob Collins, President



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