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Roy W. Foxall, P.A.

Attorney at Law

Plaza 2222
2222 Second Street
Fort Myers, Florida 33901

(941) 461-0065 Fax (941) 337-4508

June 15, 1999

Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

Re: Cyberco Marketing, Inc.

600002908496--3
-06/18/99-01024-004
*****78.75 *****78.75

To whom it may concern:

Enclosed please find one original and one copy of Articles of Incorporation as well as a check in the amount of \$78.75. Please file the enclosed original and send a stamped uncertified copy to the above-address.

Thank you for your time and consideration.

Very truly yours,

Roy W. Foxall
Roy W. Foxall

RWF/cmr

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

axc
6/18/99

ARTICLES OF INCORPORATION

OF

CYBERCO MARKETING, INC.

The undersigned incorporators hereby form a corporation for profit under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation shall be:

CYBERCO MARKETING, INC.

The address of the principal office of this corporation shall be 4910 Viceroy Street, Unit 4, Cape Coral, Florida 33904, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in every aspect of the business of internet marketing. 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 100 shares of zero par value common stock.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2222 Second Street, Fort Myers, Florida 33901, and the name of the initial registered agent of the corporation at that address is Roy W. Foxall, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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TALLAHASSEE, FLORIDA

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have two officers and two directors, initially. The name and street address of the initial President, Vice-President and directors who shall hold office for the first year of the corporation, or until his successor is elected or appointed

James P. Foster, Jr. 4910 Viceroy Street, Unit 4
Dir./Pres./Sec./Treas. Fort Myers, Florida 33904

Jerald Ray Smith, Jr. 4910 Viceroy Street, Unit 4
Dir./Vice-Pres. Fort Myers, Florida 33904

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VII. INCORPORATOR

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

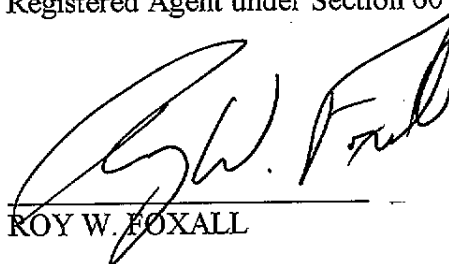
James P. Foster, Jr. 4910 Viceroy Street, Unit 4
Fort Myers, Florida

IN WITNESS WHEREOF, the undersigned hereunto set his hand and seal on June 15, 1999.


JAMES P. FOSTER, JR.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Roy W. Foxall, Esq., having a business office listed above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


ROY W. FOXALL