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June 24, 1999

EFFECTIVE DATE

6-23-99

VIA FEDERAL EXPRESS

Ms. Karen Beyer  
Bureau Chief/Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

500002915985--7  
-06/25/99--01077--027  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: E-Africa, Inc.

Dear Ms. Beyer:

Enclosed are duplicate copies of Articles of Incorporation prepared to effect the formation of E-Africa, Inc., a proposed Florida corporation. Also enclosed is our check in the amount of \$87.50 in payment of the following fees:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy	8.75
Good Standing Certificate	<u>8.75</u>
Total	\$ 87.50

FILED  
99 JUN 25 PM 1:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

A return Federal Express envelope is enclosed for your convenience in responding. very much for your cooperation with this matter. Thank you

Sincerely,

Jan E. Blanck,  
Lawyer's Assistant to Richard C. Bulman, Jr.

cc: Richard C. Bulman, Jr., Esq.

MI-82521.01

CB  
6-25-99  
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**ARTICLES OF INCORPORATION**  
**OF**  
**E-AFRICA, INC.**

EFFECTIVE DATE

6-23-99

**FILED**  
99 JUN 25 PM 1:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of E-AFRICA, INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of the corporation (the "Corporation") is E-AFRICA, INC.

**ARTICLE II**

**ADDRESS**

The street address of this Corporation shall be c/o Kirkpatrick & Lockhart LLP, 201 South Biscayne Boulevard, 20<sup>th</sup> Floor, Miami, Florida 33131.

**ARTICLE III**

**DURATION AND COMMENCEMENT OF EXISTENCE**

The duration of the Corporation shall be perpetual commencing on June 23, 1999.

**ARTICLE IV**

**PURPOSE**

The purpose of the Corporation shall be to engage in any and all business permitted according to the laws of the United States and Florida.

**ARTICLE V**

**CAPITAL STOCK**

The maximum number of shares of stock which this Corporation is authorized to issue is 10,000 shares of common stock having a par value of \$.001 per share.

**ARTICLE VI**

**REGISTERED OFFICE AND AGENT**

The street address of the Corporation's registered office shall be c/o Kirkpatrick & Lockhart LLP, 20<sup>th</sup> Floor, 201 South Biscayne Boulevard, Miami, Florida 33131, and the registered agent for the Corporation at that address shall be Richard J. Brener.


**ARTICLE VII**

**INCORPORATOR**

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

<u>Name</u>	<u>Address</u>
Richard C. Bulman, Jr.	c/o Kirkpatrick & Lockhart LLP 201 South Biscayne Boulevard Miami, Florida 33131

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 23 day of June, 1999.

  
\_\_\_\_\_  
Richard C. Bulman, Jr.,  
Incorporator

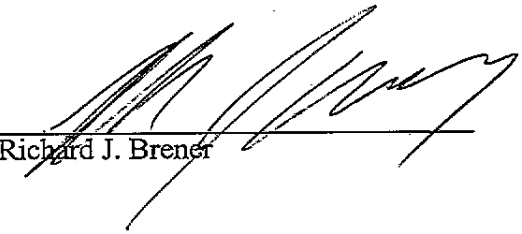
**CERTIFICATE OF REGISTERED AGENT**

**OF**

**E-AFRICA, INC.**

Having been named to accept service of process for E-AFRICA, INC., at the place designated in the foregoing Articles of Incorporation, Richard J. Brener agrees to act in this capacity and is familiar with and accepts the obligations provided in Section 607.0505 of the Florida Business Corporation Act.

**DATE: June 23, 1999**

  
Richard J. Brener

**FILED**  
99 JUN 25 PM 1:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA