

251 ROYAL PALM WAY SUITE 215 PALM BEACH, FL. 33480

(561) 655-7979

JUNE 28, 1999

DEPARTMENT OF STATE CORPORATE RECORDS/ DIVISION OF CORPORATIONS PO BOX 6327 TALLAHASSEE, FL. 32314

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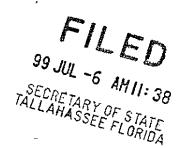
DEAR SECRETARY OF STATE:

ENCLOSED FIND ONE ORIGINAL AND A COPY OF THE ARTICLES OF INCORPORATION OF USA INTERNET TAX SERVICES, INC. ALSO FIND ENCLOSED A CHECK MADE PAYABLE TO THE SECRETARY OF STATE IN THE AMOUNT OF \$122.50 WHICH INCLUDES THE STATUTORY FILING FEE. YOUR ASSISTANCE IN ESTABLISHING THE CORPORATION TO BE KNOWN AS USA INTERNET TAX SERVICES, INC. IS APPRECIATED.

RESPECTFULLY SUBMITTED,

99 JUL -6 AM II: 38
SECRETARY OF STATE
TALLAHASSEF FLORICE

ARTICLES OF INCORPORATION OF USA INTERNET TAX SERVICES, INC.



ARTICLE ONE

THE NAME OF THE CORPORATION IS USA INTERNET TAX SERVICES, INC.

ARTICLE TWO

THE PERIOD OF DURATION IS PERPETUAL.

ARTICLE THREE

THE PURPOSE OF THE CORPORATION ORGANIZED, IS THE TRANSACTION OF ANY OR ALL LAWFUL BUSINESS FOR WHICH A CORPORATION MAY BE INCORPORATED UNDER THE FLORIDA CORPORATIONS ACT.

ARTICLE FOUR

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION SHALL HAVE AUTHORITY TO ISSUE IS 500 SHARES OF THE PAR VALUE OF \$100.00 EACH.

ARTICLE FIVE

THE CORPORATION WILL NOT COMMENCE BUSINESS UNTIL IT HAS RECEIVED FOR THE ISSUANCE OF SHARES CONSIDERATION OF THE VALUE OF \$1000.00 CONSISTING OF MONEY, LABOR DONE OR PROPERTY RECEIVED.

ARTICLE SIX

THE NAME AND STREET ADDRESS OF THE INITIAL REGISTERED AGENT, PRINCIPAL MAILING ADDRESS AND OFFICE OF THE CORPORATION ARE:

THOMAS J BARONE 251 ROYAL PALM WAY, STE 215 PALM BEACH, FL 33480

ARTICLE SEVEN

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS IS ONE AND THE NAMES AND ADDRESSES OF THE PERSON OR PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF THE SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND QUALIFIED ARE:

NAME

MAILING ADDRESS

THOMAS J BARONE

251 ROYAL PALM WAY, STE 215 PALM BEACH, FL. 33480

USA INTERNET TAX SERVICES, INC. ARTICLES OF INCORPORATION PAGE 2

ARTICLE EIGHT

THE BOARD OF DIRECTORS IS EMPOWERED TO MAKE, ALTER OR REPEAL THE BYLAWS OF THE CORPORATION WITHOUT RESTRICTION OF THEIR POWERS CONFERRED BY STATUTE.

ARTICLE NINE

THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

NAME

MAILING ADDRESS

THOMAS J BARONE

251 ROYAL PALM WAY, STE 215 PALM BEACH, FL. 33480

ARTICLE TEN

THE POWERS OF THE INCORPORATORS CEASE UPON FILING OF THE ARTICLES OF INCORPORATION.

THE UNDERSIGNED INCORPORATORS HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS 2871 DAY OF JUNE, 1999

INCORPORATOR - THOMAS J BARONE



USA INTERNET TAX SERVICES, INC. STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT THE APPOINTMENT OF REGISTERED AGENT OF USA INTERNET TAX SERVICES, INC. AT THE INITIAL REGISTERED ADDRESS OF 251 ROYAL PALM WAY, STE 215, PALM BEACH, FL. 33480. I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF SECTION 607.325 F.S.

THOMAS J BARONE

6-28-99

DATE