

Theodore H. Van Deventer
ATTORNEY AT LAW

P.O. BOX 771064
120 EAST MAPLE STREET
WINTER GARDEN, FLORIDA 34777-1064

(407) 656-1753
(407) 656-6799

PP9000064423

July 7, 1999

Corporate Records Bureau
Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

000002928680-4
-07/12/99-01053-003-4
****122.50 *****78.75

Dear Sir:

Enclosed herewith is the duly executed original and a copy of the Articles of Incorporation of the proposed corporation of TAG'EM.COM, INC. and a check in the amount of \$ 122.50 for payment of costs involved in filing this purposed corporation.

Please, endorse your approval of the Articles of Incorporation on the copy, certify and return said copy to this office at your earliest convenience.

Thank you so much for your assistance in this matter.

Very truly yours,

Theodore H. Van Deventer
Theodore H. Van Deventer

THV/miv
Enclosures

FILED
99 JUL 12 PM 3:47
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Theodore H. Van Deventer GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Art. I*
DATE *7/30/99*
DOC. EXAM *Doris Brown*

D. BROWN JUL 20 1999

FILED
99 JUL 12 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

TAG'EM.COM, INC.

ARTICLE I. - NAME

The name of this Corporation is TAG'EM.COM, INC.

ARTICLE II. - DURATION

This Corporation shall exist perpetually.

ARTICLE III. - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business or activities at any of its branches at one or more offices or agencies, both within and without the State of Florida, in any and all other states, territories and colonies of the United States, and in any and all foreign countries, subject to the laws of such state, district, territory, colony or country.

ARTICLE IV. - CAPITAL STOCK

The amount of paid capital with which the Corporation will commence business is FIVE HUNDRED and NO/100 (\$500.00) DOLLARS.

This Corporation is authorized to issue FIVE HUNDRED (500) shares of Common Stock of ONE and NO/100 (\$1.00) DOLLARS per share par value which shall be designated Common Shares.

ARTICLE V. - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which the stockholder already holds, shall have the right to purchase a pro rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which the stock is offered to others.

ARTICLE VI. - BOARD OF DIRECTORS

This Corporation shall be conducted and managed by one (1) Director. The number of Directors may be fixed from time to time by the By-Laws of the Corporation but shall never be less than one.

The name and address of the initial Director of this Corporation is, Lewis Wasserman, 8562 Park Highland Dr. Orlando, Florida 32818.

ARTICLE VII. - INCORPORATOR

The name and place of residence of the original subscriber of the capital stock is, Lewis Wasserman, 8562 Park Highland Dr. Orlando, Florida 32818, the numbers of shares subscribed are 500 shares and the value of the consideration therefor which subscriber agrees to take is \$500.00.

ARTICLE VIII. - BY-LAWS

The Corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation in the manner as hereunder prescribed by statutes, and all rights conferred on Stockholders herein are granted subject to this reservation.

The undersigned, being the Original Subscriber to the capital stock hereinabove named, for the purpose of forming a Corporation to do business within the State of Florida, does make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and so respectively agree to take the number of shares of stock hereinabove set forth and accordingly have hereunto set my hand and seal, this date, July, 8, 1999


Lewis Wasserman

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, personally appeared Lewis Wasserman, who is personally known to me and, who acknowledges being the person who made and subscribed the above and foregoing Articles of Incorporation for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have set my hand and official seal this date, July 8, 1999.



Theodore H. Van Deventer
MY COMMISSION # CC564158 EXPIRES
July 5, 2000
BONDED THROUGH TROY FARM INSURANCE, INC.

STATE OF FLORIDA
DEPARTMENT OF STATE

FILED
99 JUL 12 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

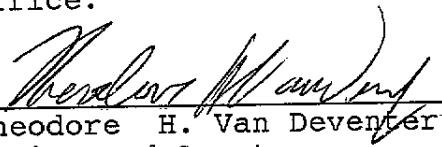
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

TAG'EM.COM, INC. - is a Corporation organized under the Laws of the State of Florida and the following is submitted in compliance with Chapter 48.091, Florida Statutes.

The Principal Office of this Corporation is located in the City of Orlando, County of Orange, State of Florida, its post office address is 8562 Park Highland Drive, Orlando, Florida 32818, and has named THEODORE H. VAN DEVENTER, 120 East Maple Street, Post Office Box 771064, Winter Garden, Florida 34777-1064 its Registered Agent to accept Service of Process within this State.

ACKNOWLEDGMENT:

Having been named to accept Service of Process for the above stated corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.


Theodore H. Van Deventer as
Registered Agent