

**Berger
Davis &
Singerman**
Professional Association

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P990000067053

July 19, 1999

Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-07/28/99--01038--001
*****78.75 *****78.75

Re: TheNumber.net, Inc.

Gentlemen:

Enclosed herewith are:

1. One executed original and a xerox copy of Articles of Incorporation of TheNumber.net, Inc.
2. Our check in the amount of \$78.75 in payment of the following:
 - (a) filing fee in the amount of \$35.00;
 - (b) certified copy in the amount of \$8.75; and
 - (c) registered agent fee in the amount of \$35.00.

If you have any questions, please telephone.

Very truly yours,

BERGER DAVIS & SINGERMAN

Laz L. Schneider

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
LLS:mw
Enclosure
99 JUL 28 AM 10:48

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8/5/99

ARTICLES OF INCORPORATION
OF
THENUMBER.NET, INC.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida General Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be: TheNumber.net, Inc.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general purpose for which this Corporation is organized shall be to engage in any lawful activity or to transact any lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 10,000,000 shares of Common Stock, par value \$.001 per share.

ARTICLE IV

ADDRESS OF PRINCIPAL OFFICE

The address of the principal office of this Corporation is 2500 Hollywood Boulevard, Suite 215, Hollywood, Florida 33020.

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TALLAHASSEE, FLORIDA

ARTICLE V
TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI
ADDRESS OF REGISTERED OFFICE IN THIS STATE


The street address of the initial registered office of this Corporation in the State of Florida is 2500 Hollywood Boulevard, Suite 215, Hollywood, Florida 33020 and the initial registered agent of this Corporation at that address shall be David Muniz.

ARTICLE VII
INCORPORATOR

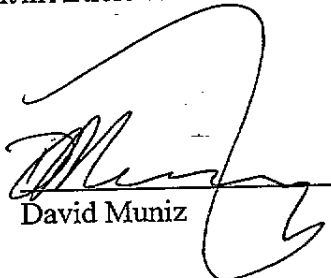
The name and street address of the person signing these Articles of Incorporation is:

NAME	ADDRESS
David Muniz	2500 Hollywood Boulevard Suite 215 Hollywood, Florida 33020

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal, this 16 of July, 1999.


David Muniz

THE UNDERSIGNED, named as the registered agent in Article VI of these Articles of Incorporation hereby consents to act as such registered agent.


David Muniz

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TALLAHASSEE, FLORIDA