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## Florida Department of State

Division of Corporations  
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Account Name : STEEL HECTOR & DAVIS  
Account Number : 071541002004  
Phone : (305) 577-4726  
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4 pages to follow

FLORIDA PROFIT CORPORATION OR P.A.

7/29/99

E-Appeal Solutions.com, Inc.

Certificate of Status	0
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Page Count	03
Estimated Charge	\$70.00

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 28, 1999

STEET HECTOR AND DAVIS

SUBJECT: E-APPEAL SOLUTIONS.COM, INC.  
REF: W99000017502

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Becky McKnight  
Document Specialist

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

## ARTICLES OF INCORPORATION

OF

E-Appeal Solutions.com, Inc.

ARTICLE I - NAME

The name of the corporation is E-Appeal Solutions.com, Inc. (hereinafter called the "Corporation").

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for corporations organized under the Florida Business Corporation Act of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 100 shares of Common Stock, par value \$.01 per share.

Shares of capital stock of the Corporation that have been issued and subsequently acquired by the Corporation shall constitute issued but not outstanding shares of the same class and series, until canceled or disposed of (whether by resale or otherwise) by the Corporation. If the Board of Directors cancels any such shares, the canceled shares shall constitute authorized and unissued shares of the same class and shall be undesignated as to series.

ARTICLE IV - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is c/o Steel Hector & Davis LLP, 200 South Biscayne Boulevard, Suite 4000, Miami, Florida 33131; and the name of the initial registered agent of the Corporation at that address is Peter Kramer, Esquire.

H99000018598

Peter Kramer, Esquire  
Florida Bar No. 438250  
Steel Hector & Davis LLP  
200 South Biscayne Boulevard, Suite, 4000  
(305) 577-4726 (Attn: Sandra York)

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**ARTICLE V - INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office and mailing address of the Corporation is 326 71st Street, Miami Beach, FL 33140.

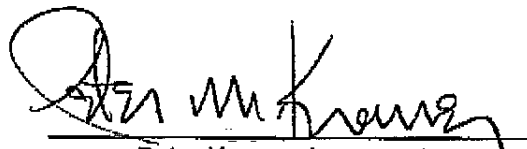
**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one. The name and address of the initial director of the Corporation is as follows: Peter Kramer, Esquire.

**ARTICLE VII - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is Peter Kramer, Esquire, c/o Steel Hector & Davis, LLP, 200 South Biscayne Boulevard, Suite 4000, Miami, FL 33131.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 27th day of July, 1999.

  
Peter Kramer, Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

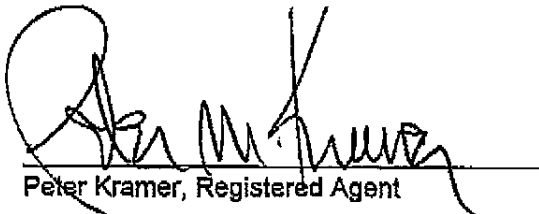
**WITNESSETH:**

That E-Appeal Solutions.com, Inc., desiring to organize under the laws of the State of Florida, has named Peter Kramer, Esquire, c/o Steel Hector & Davis, LLP, 200 South Biscayne Boulevard, Suite 4000, Miami, FL 33131, as its 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 this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with, and accept the duties and obligations of a registered agent outlined in Section 607.0505, Florida Statutes.

Dated this 27th day of July, 1999 .

  
Peter Kramer, Registered Agent

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