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To:
Division of Corporations
Fax Number : (850)922-4001

EFFECTIVE DATE
8-9-99

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Bit Time.com, Inc.

Certificate of Status	1
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EFFECTIVE DATE

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Bit Time.com, Inc.

Article II. Address

The mailing address of the Corporation is:
Bit Time.com, Inc.
1382 NW 78th Avenue
Miami FL 33126

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Alberto Gross
1382 NW 78th Avenue
Miami FL 33126

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Alberto Gross
Joel Milgram
Jennifer Flasz

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Rebeca Yaker | FL Bar Member 989037
Rebeca F. Yaker, P.A.
1221 Brickell Avenue, Suite 1100
Miami FL 33131
305-373-3202

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Article V. Capital Stock

The Corporation shall have the authority to issue 5,000,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Rebeca Yaker

Rebeca F. Yaker, P.A.

1221 Brickell Avenue, Suite 1100

Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on August 9, 1999.

The undersigned incorporator executed these Articles of Incorporation on August 11, 1999.


REBECA YAKER

by T. Hardy as attorney-in-fact

Rebeca Yaker | FL Bar Member 989037

Rebeca F. Yaker, P.A.

1221 Brickell Avenue, Suite 1100

Miami FL 33131

305-373-3202

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Bit Time.com, Inc.

REGISTERED AGENT/OFFICE:

Alberto Gross
1382 NW 78th Avenue
Miami FL 33126

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


ALBERTO GROSS
by T. Hardy as attorney-in-fact

Date: August 11, 1999

Rebeca Yaker | FL Bar Member 989037
Rebeca F. Yaker, P.A.
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