

JEFFREY P. ZANE, P.A.
ATTORNEY AT LAW
4800 RIVERSIDE DRIVE
SUITE 101
PALM BEACH GARDENS, FLORIDA 33410

JEFFREY P. ZANE*
*MEMBER OF
FLORIDA & NEW YORK BAR

TELEPHONE (561) 627-1277
TELEFAX (561) 624-7441
E-MAIL JZCHILMARK@AOL.COM

990007425

August 13, 1999

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

400002960304-6
-08/16/99--01030--009
*****78.75 *****78.75

Re: OrderTaking.Com, Inc.

Dear Sir or Madam:

Enclosed herewith are the original and one copy of the Articles of Incorporation for the above-named corporation, along with a check to cover the following expenses:

Filing Fee	\$ 35.00
Certified Copy	8.75
Registered Agent Fee	<u>35.00</u>
Total	\$ 78.75

Please return the certified copies to our office. Thank you for your attention to this matter. Should have any questions, please do not hesitate to contact our office.

Very truly yours,

Christin M. Gore

Christin M. Gore,
Legal Secretary

Enclosures as Stated

99 AUG 16 PM 5:51
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BROWN AUG 19 1999

ARTICLES OF INCORPORATION
OF
ORDERTAKING.COM, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of this corporation is ORDERTAKING.COM, INC.

ARTICLE TWO

The corporation is to have perpetual existence.

ARTICLE THREE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act. The specific purpose of the corporation is computer marketing sales and management.

ARTICLE FOUR

4.01 The aggregate number of shares which the corporation shall have the authority to issue is 500, all of which shall be common shares with a par value of \$1.00 per share.

4.02 The minimum amount of paid-in capital with which the corporation shall begin business shall be not less than Five Hundred Dollars (\$500.00).

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE FIVE

5.01 The street address of the initial corporate office of the corporation is 641 Inlet Road, North Palm Beach, Florida 33408.

5.02 The name and address of the initial Registered Agent for this corporation to accept service of process within the State of Florida is Jeffrey P. Zane, Esquire, 4800 Riverside Drive, Suite 101, Palm Beach Gardens, Florida 33410.

ARTICLE SIX

6.01 The name and address of the incorporator of this corporation is Jeffrey P. Zane, Esquire, 4800 Riverside Drive, Suite 101, Palm Beach Gardens, Florida 33410.

6.02 Said incorporator is over the age of eighteen (18) years; is sui juris, and is a citizen of the United States.

ARTICLE SEVEN

7.01 Two (2) directors shall constitute the initial Board of Directors of the corporation, but the Bylaws may provide for such increase or decrease in number thereof as is authorized by law.

7.02 The name and address of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Mitchell S. Frank	641 Inlet Road North Palm Beach, Florida 33408
Kimberly Frank	641 Inlet Road North Palm Beach, Florida 33408

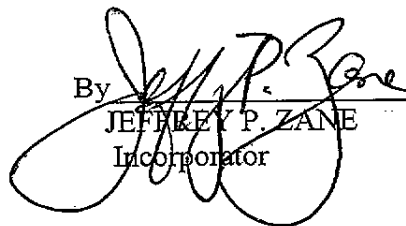
ARTICLE EIGHT

Nothing in these articles of incorporation shall be taken to limit the power of this corporation.

ARTICLE NINE

The effective date of this corporation shall be the filing date of these Articles of Incorporation.

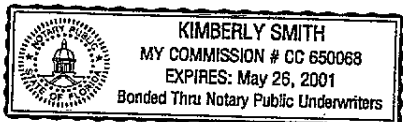
IN WITNESS WHEREOF, the undersigned has made and subscribed these articles of incorporation this 13th day of August, 1999.

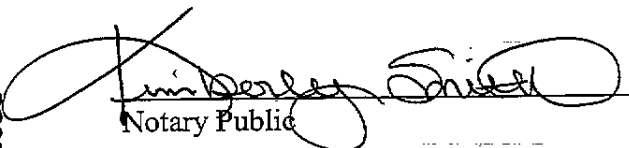
By 
JEFFREY P. ZANE
Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, the undersigned authority, personally appeared JEFFREY P. ZANE, to me to be the person described in and who subscribed the above and foregoing Articles of Incorporation; and who acknowledged that he made and subscribed the same for the purposes and uses set forth therein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the above-named County and State this 13th day of August, 1999.




Notary Public

My Commission Expires:

STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be Served and Names and Addresses of the Officers and Trustees.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes.

ORDERTAKING.COM, INC., a corporation organized under the laws of the State of Florida, with its principal office at 641 Inlet Road, North Palm Beach, Florida 33408, has named JEFFREY P. ZANE, ESQUIRE, located at 4800 Riverside Drive, Suite 101, Palm Beach Gardens, Florida 33410, as its agent to accept service of process within this State.

OFFICERS

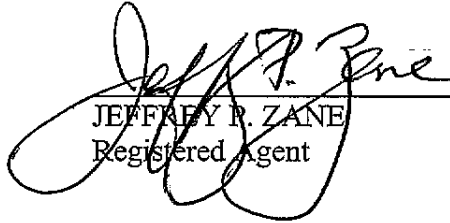
<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Mitchell S. Frank	President/ Secretary	641 Inlet Road North Palm Beach, FL 33408
Kimberly Frank	Vice President/ Treasurer	641 Inlet Road North Palm Beach, FL 33408

DIRECTORS

Mitchell S. Frank	641 Inlet Road North Palm Beach, FL 33408
Kimberly Frank	641 Inlet Road North Palm Beach, FL 33408

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service or process at the Florida designated address) in some conspicuous place in the office as required by law.


JEFFREY R. ZANE
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA