

799000075284

ALLAN B. MARKS
100 South Biscayne Boulevard
Suite #900
Miami, Florida 33131
TEL: 305-371-5944

June 11, 1999

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Articles of Incorporation of
DIGITAL FUEL CORPORATION

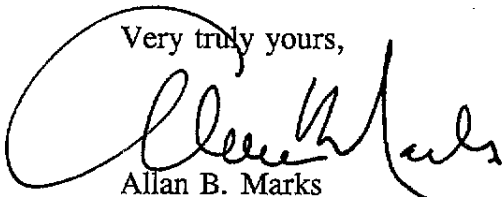
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-08/18/99-01048-007
****175.00 *****87.50

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation to be filed on the above captioned corporation, along with a check in the amount of \$175.00 to cover the cost of this service. Please file the original and return a certified copy to us in the envelope provided.

Thank you for your courtesies and cooperation in this regard.

Very truly yours,



Allan B. Marks

ABM/tdf
Enclosure

FILED
99 AUG 18 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BROWN AUG 24 1999

ARTICLES OF INCORPORATION
OF
DIGITAL FUEL CORPORATION

FILED
99 AUG 18 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is:

DIGITAL FUEL CORPORATION

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized under the laws of the State of Florida, as a corporation for profit, as a corporation engaged in the business of computer website construction and consulting and otherwise for the purpose of transacting any other lawful business within this State.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock, each share having a par value of \$1.00.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 100 South Biscayne Boulevard, Suite #900, Miami, Florida 33131 and the name of the initial registered agent of this corporation at that address is Allan B. Marks.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the corporation is 7745 SW 143 Street, Miami, Florida 33158.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

DAVID MARKS

ARTICLE VIII - INCORPORATOR

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

ALLAN B. MARKS
100 South Biscayne Boulevard, Suite #900
Miami, Florida 33131

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any current officer, director, employee, or agent of the corporation or any former officer, director, employee or agent as permitted by Florida Statute 607.0850, as amended from time to time, and to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10 day of June, 1999.


ALLAN B. MARKS

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 10th day of June, 1999,
by ALLAN B. MARKS, who is personally known to me or who has produced a Florida
Drivers License.



Name:
Notary Public-State of Florida
Commission No.:
My Commission Expires:



CERTIFICATE DESIGNATING AGENT


FILED
99 AUG 18 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BE IT KNOWN THAT:

DIGITAL FUEL CORPORATION, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 7745 SW 143 Street, Miami, Florida 33158, has named ALLAN B. MARKS, whose address is 100 South Biscayne Boulevard, Suite #900, Miami, Florida 33131, as its agent to accept service of process within Florida.

DATED this 10 day of June, 1999.

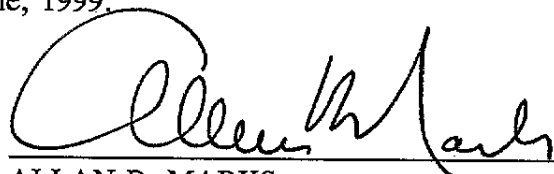
DIGITAL FUEL CORPORATION

by: 
ALLAN B. MARKS

ACCEPTANCE

Having been named to accept service of process for DIGITAL FUEL CORPORATION at 100 South Biscayne Boulevard, Suite #900, Miami, Florida 33158,, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Florida Statutes relative to the proper and complete performance of my duties.

DATED this 10 day of June, 1999.


ALLAN B. MARKS