

LAW OFFICES
MANDEL, WEISMAN & KIRSCHNER, P.A.

MITCHELL B. KIRSCHNER*
WILLIAM S. WEISMAN
DANIEL S. MANDEL
DAVID H. BRODIE

BOCA CORPORATE CENTER
2101 CORPORATE BOULEVARD, SUITE 300
BOCA RATON, FL 33431
TELEPHONE (561) 989-0300
FAX (561) 989-0304

SOUTH FLORIDA TOLL FREE
1-800-416-2249

JANICE L. GRIFFIN
MARJORIE S. MARGOLIES
DEBORAH F. MORAITIS
SUSAN Y. SLATON

*Fla. Bar Certified in Real Estate Law

99000079820

August 26, 1999

FILED
99 SEP -2 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32309

700002977117--0
-09/02/99-01066-001
****122.50 *****78.75

RE: *SergesLinks.Com, Inc.*

Dear Sir or Madam:

Enclosed herewith please find original Articles of Incorporation for filing with the Florida Department of State, together with this firm's check in the sum of \$122.50. Please return a certified copy of the Articles to the undersigned upon filing.

If you have any questions or require any additional information please contact me at the above number collect.

Very truly yours,

[Signature]
Mitchell B. Kirschner

MBK/da
Enclosures

g:\sw\BIRBRAIR\SergesLinks\secystate.ltr.da.082699

D. BROWN SEP - 9 1999

ARTICLES OF INCORPORATION

OF

SergesLinks.Com, Inc.

FILED
99 SEP -2 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is ***SergesLinks.Com, Inc.***

ARTICLE II

The existence of the Corporation shall begin on the date of the filing of these Articles with the Florida Department of State.

ARTICLE III

The street address of the principal office of the Corporation is:

2101 Corporate Boulevard, N.W.
Suite #300
Boca Raton, FL 33431

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is One Thousand (1,000), par value \$.01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is:

MANDEL, WEISMAN & KIRSCHNER, P.A.
2101 Corporate Boulevard, N.W.
Suite #300
Boca Raton, FL 33431

The initial registered agent for the Corporation at that address is:

MITCHELL B. KIRSCHNER, ESQ.

ARTICLE VI

The initial board of directors shall consist of One (1) member. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

SERGEY BIRBRAIR
c/o Mandel, Weisman & Kirschner, P.A.
2101 Corporate Boulevard, N.W.
Suite #300
Boca Raton, FL 33431

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

SERGEY BIRBRAIR
c/o Mandel, Weisman & Kirschner, P.A.
2101 Corporate Boulevard, N.W.
Suite #300
Boca Raton, FL 33431

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.


IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on July 21, 1999.

SergesLinks.Com, Inc.


SERGEY BIRBRAIR

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for MITCHELL B. KIRSCHNER at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position under F.S. 607.0501(3).



MITCHELL B. KIRSCHNER

89 SEP -2 AM 9:16
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA