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September 22, 1999

300002997669-4  
-09/27/99-01104-006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Incorporation of SELL IT DIRECT, INC.

Gentlemen:

Enclosed herewith are the original and one (1) copy of Articles of Incorporation for the above-captioned name. Please file said Articles and return the acknowledgement copy in the stamped, self-addressed envelope provided for your convenience. This Firm's check in the amount of \$70.00 is also enclosed.

If you have any questions, or need any further information, please do not hesitate to contact the undersigned.

Your assistance in this filing is appreciated.

Very truly yours,

JIM E. SOLOMON & ASSOCIATES, P.A.

By:   
Beverly J. Hock, CLA

bjh  
Enclosures

FILED  
99 SEP 27 PM 1:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9-28-99

ARTICLES OF INCORPORATION  
OF  
SELL IT DIRECT, INC.

FILED  
99 SEP 27 PM 1:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation shall be: SELL IT DIRECT, INC.

ARTICLE II - PRINCIPAL OFFICE/MAILING ADDRESS

The principal place of business and mailing address of this Corporation shall be:

211 Goolsby Boulevard  
Deerfield Beach, Florida 33442

ARTICLE III - SHARES

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is: One Thousand (1,000) Shares, with a par value of \$1.00 per share.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial Registered Agent is:

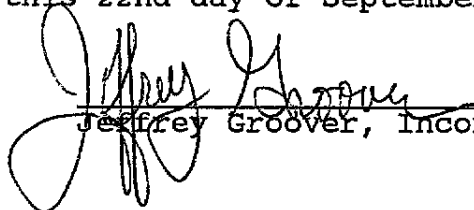
Jim E. Solomon, Esq.  
Jim E. Solomon & Associates, P.A.  
600 Corporate Drive, Suite 102  
Fort Lauderdale, Florida 33334

ARTICLE V - INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is:

Jeffrey Groover  
211 Goolsby Boulevard  
Deerfield Beach, Florida 33442

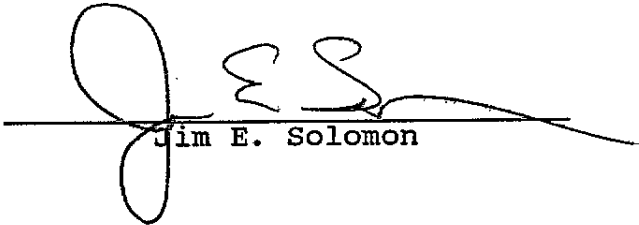
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 22nd day of September, 1999.

  
Jeffrey Groover, Incorporator

**CERTIFICATE OF ACCEPTANCE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated Corporation at the place designated in the Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated: September 22, 1999

  
Jim E. Solomon

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99 SEP 27 PM 1:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA