

P99000094320

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED
1999 OCT 25 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Filing of Articles of Incorporation for:
INTERNET MARKETING SOLUTIONS, INC.

Enclosed please find an original and (2) two copies of the articles of incorporation
for the above corporation and a check in the amount of \$122.50.

FROM:

PAULA SCANLON
3200 NORTH OCEAN BOULEVARD
SUITE 1803
FORT LAUDERDALE, FLORIDA 33308

Sincerely,

Ronald A. Patella

Ronald A. Patella

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****122.50 *****78.75

A. Howell OCT 26 1999

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1999 OCT 25 PM 3:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION FOR
INTERNET MARKETING SOLUTIONS, INC.**

**The undersigned, for the purpose of forming a corporation under the Florida
Business Corporations Act do hereby adopt the following Articles of Incorporation:**

**ARTICLE I
NAME**

**The name of the corporation is:
INTERNET MARKETING SOLUTIONS, INC.**

**ARTICLE II
OFFICES**

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

**3200 NORTH OCEAN BOULEVARD
SUITE 1803
FORT LAUDERDALE, FLORIDA 33308**

**The corporation may have such other offices, either within or without the State of
Florida, as the board of directors may designate, or as the business corporation may
require from time to time.**

**ARTICLE III
PURPOSE**

The general purposes for which the corporation is organized are:

- 1. To transact any other lawful business for which corporations may be
incorporated under the Florida Business Corporation Act.**

**ARTICLE IV
CAPITALIZATION AND SHARES**

The number of shares which the corporation is authorized to issue is 1000 common shares at .01 par value.

**ARTICLE V
REGISTERED AGENT**

The name and address of the initial registered agent shall be:

**PAULA SCANLON
3200 NORTH OCEAN BOULEVARD
SUITE 1803
FORT LAUDERDALE, FLORIDA 33308**

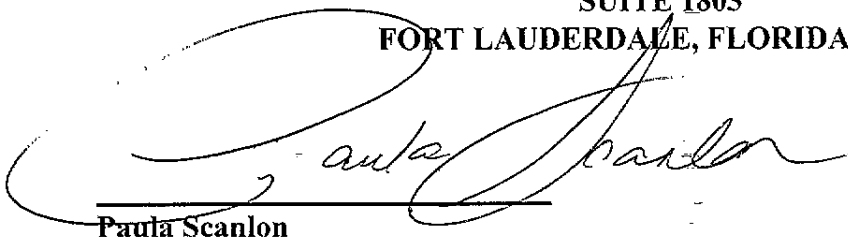
**ARTICLE VI
DIRECTORS**

The number of directors constituting the initial board of directors are (2). The name and address of each director is:

**LOUIS GALLARDO
3200 NORTH OCEAN BOULEVARD
SUITE 1803
FORT LAUDERDALE, FLORIDA 33308**


Louis Gallardo

**PAULA SCANLON
3200 NORTH OCEAN BOULEVARD
SUITE 1803
FORT LAUDERDALE, FLORIDA 33308**


Paula Scanlon

**ARTICLE VII
INCORPORATES**

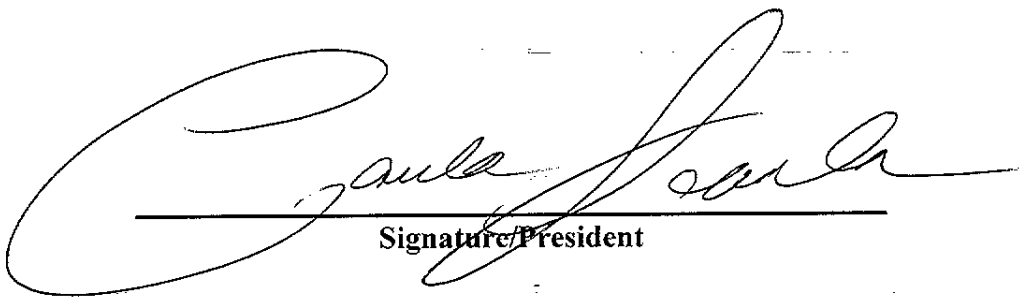
The name and address of each incorporate is:

**PRESIDENT
PAULA SCANLON
3200 NORTH OCEAN BOULEVARD
SUITE 1803
FORT LAUDERDALE, FLORIDA 33308**

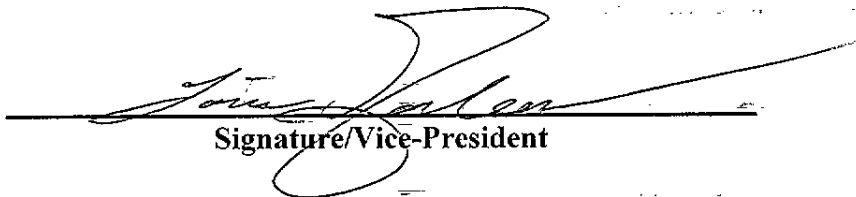
**VICE-PRESIDENT
LOUIS GALLARDO
3200 NORTH OCEAN BOULEVARD
SUITE 1803
FORT LAUDERDALE, FLORIDA 33308**

The undersigned have executed these Articles of Incorporation this

11th day of OCTOBER 1999



Signature/President



Signature/Vice-President

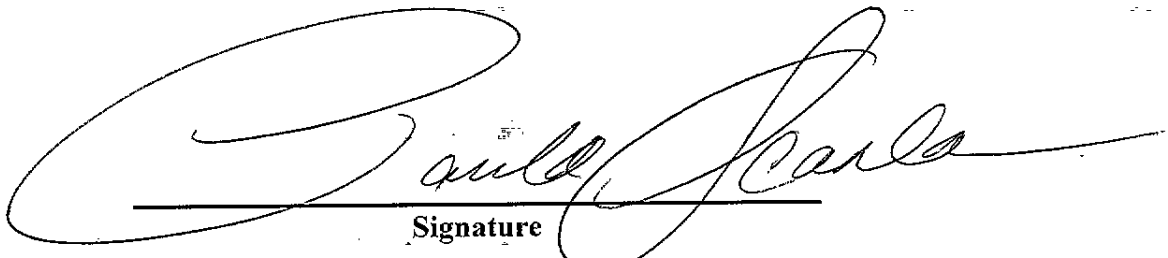
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statements in designating the registered office / registered agent, in the state of Florida.

1. The name of the corporation is:
INTERNET MARKETING SOLUTIONS, INC.
2. The name and address of the registered agent and office is:

PAULA SCANLON
3200 NORTH OCEAN BOULEVARD
SUITE 1803
FORT LAUDERDALE, FLORIDA 33308

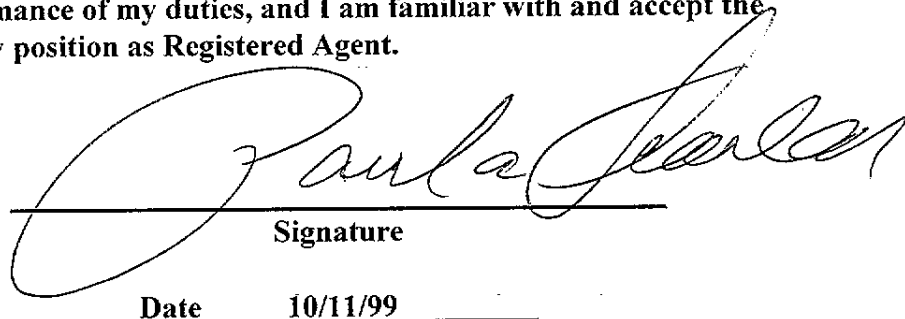


Signature

Title Registered Agent

Date 10/11/99

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the certificate, 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.



Signature

Date 10/11/99