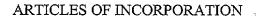
# CAPITAL CONNECTION, INC. Art of Inc. File\_\_ LTD Partnership File\_\_\_\_\_ Foreign Corp. File\_\_\_\_\_ L.C. File\_ EFFECTIVE DATE Fictitious Name File Trade/Service Mark Merger File Art. of Amend. File RA Resignation Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy\_\_\_ Photo Copy\_\_\_ Certificate of Good Standing Certificate of Status\_ Certificate of Fictitious Name\_\_\_\_ Corp Record Search\_ Officer Search\_ Fictitious Search Signature Fictitious Owner Search Vehicle Search Driving Record Requested by: UCC 1 or 3 File UCC 11 Search Name UCC 11 Retrieval

Courier\_

Walk-In

Will Pick Up



11-19-99

OF

# ShareShop USA.com, Incorporated

The undersigned incorporator, for the purpose of forming a corporation under Chapter 607, Florida Statutes, hereby adopts the following Articles of Incorporation.

#### ARTICLE I

The name of the corporation shall be ShareShop USA.com, Incorporated

#### ARTICLE II

The existence of the corporation shall commence on November 19, 1999.

## ARTICLE III

The street address of the principal office of the corporation is 5300 South Florida Avenue, Lakeland, Florida 33813, and the mailing address of the corporation is c/o Wendel, Chritton, Parks & DeBari, Chartered, Post Office Box 5378, Lakeland, Florida 33807.

#### ARTICLE IV

The number of shares which the corporation is authorized to issue is One Thousand (1,000) shares having a par value of \$0.01 each.

### ARTICLE V

The street address of the corporation's initial registered office is, c/o Wendel, Chritton, Parks & DeBari, Chartered, 5300 South Florida Avenue, Lakeland, Florida 33813, and the name of its initial registered agent at that address is CHARLES P. CHRITTON.

#### ARTICLE VI

The name and address of the sole incorporator of the corporation is CHARLES P. CHRITTON, c/o Wendel, Chritton, Parks & DeBari, Chartered, 5300 South Florida Avenue, Post Office Box 5378, Lakeland, Florida 33807.

## ARTICLE VII

The corporation elects to have preemptive rights.

The undersigned incorporator has executed these Articles of Incorporation this 18<sup>th</sup> day of November, 1999.

CHARLES P. CHRITTON

Incorporator

# ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, CHARLES P. CHRITTON, having been named to serve as Registered Agent for ShareShop USA.com, Incorporated, do hereby accept such office and agree to conduct myself therein according to law. I am familiar with and accept the obligations of such office.

DATED this 19th day of November, 1999.

CHARLES P. CHRITTON