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Florida Department of State
Division of Corporations
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To: Division of Corporations
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From: Account Name : EMPIRE CORPORATE KIT COMPANY
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

i2epower.com, inc.

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**ARTICLES OF INCORPORATION
OF
i2ePower.com, Inc.**

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is i2ePower.com, Inc. (hereinafter, "Corporation").

ARTICLE 2-PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3- PRINCIPAL OFFICE

The address of the principal office of this Corporation is 6020 N. Federal Highway, Suite 247, Boca Raton FL 33467

ARTICLE 4-INCORPORATOR

The name and street address of the Incorporator of this Corporation is Bromley Kelly whose address shall be the same as the principal office of the Corporation.

ARTICLE 5-OFFICERS

The officers of the Corporation shall be:

President:	Bromley Kelly
Vice Pres.	Bromley Kelly
Sec-Tres.	Bromley Kelly

whose addresses shall be the same as the principal office of the Corporation.

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ARTICLE 6 CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock having a \$.01 par value per share.

ARTICLE 7 TERM OF EXISTENCE

The corporation is to exist perpetually.

In witness where of, the undersigned incorporator has executed these Articles of Incorporation, this 3rd day of August 1999.

Bromley Kelly
Bromley Kelly

FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED
REGISTERED OFFICE:

Bromley Kelly, 6020 N. Federal Highway, Suite 247, Boca Raton FL 33467, president of this corporation, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of registered Agent under Section 607.0505 of the Florida Statutes.

Bromley Kelly
Bromley Kelly

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA
COUNTY OF BROWARD

ON THIS DAY, personally appeared before me, the undersigned authority, duly authorized to administer oaths, to me known to be the person described in and who executed the above and foregoing proposed charter, and they acknowledge that they executed the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND SEAL

this 3rd Day of August, 1999

Prepared by:
George L. Feinsod, CPA
Feinsod & Associates, P.A.
12169 Sheridan Street
Cooper City, FL 33029
954-438-6404

NOTARY PUBLIC
BARBARA TAYKAN
MY COMMISSION # CC 66483
EXPIRES: November 18, 2001
Bonded Thirty Noney Public Notarwriters
MY COMMISSION EXPIRES

Barbara Taylor
Known to me

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