

ARTICLES OF INCORPORATION  
OF  
iNetEYE, INC.

2006 FEB 17 AM 8:52

SECRETARY OF STATE  
STATE OF IDAHO

The undersigned, acting as incorporator(s) under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such Corporation:

ARTICLE I

The name of this corporation is iNetEYE, Inc., whose physical location shall be, until such time as offices could change is; 48 Grays Lake Rd. Wayan, ID 83285, whose mailing address is; iNetEYE, Inc., PO Box 798, Soda Springs, ID 83276, whose telephone number shall be, until such time as office phone numbers could change is: 208.574.2525.

ARTICLE II

The primary purpose or purposes for which the corporation is organized is to engage in all aspects of business in Internet marketing, Internet consumer and business verification services, to assist in removing anonymity for the online industry, and other business purposes that the corporation may engage in. The corporation shall further have unlimited power to engage in any lawful business for which corporations may be organized under the Idaho Business Corporation Act and any amendments thereto. This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed.

ARTICLE III

The period of this corporation's duration is perpetual.

ARTICLE IV

The corporation shall have authority to issue fifty million shares of Common Stock, which shall carry one vote per one stock and twenty million shares of Preferred stock, which shall carry one vote per one stock. Both classes of stock shall have unlimited voting rights provided in the Idaho Business Corporation Act.

ARTICLE V

The shares of stock of this corporation are subject to a Stock Restriction Agreement, the terms of which are set out fully in said document, a complete copy of which will be made available by the corporation to shareholders upon request.

IDAHO SECRETARY OF STATE  
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## **ARTICLE VI**

Any contract or other transaction between this corporation and one or more of directors, or between this corporation and any corporation, firm, association or other entity of which one or more of its directors are stockholders, members, directors, officers or employees or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such director or directors at the meeting of the Board of Directors which acts upon or in reference to such contract or transaction and notwithstanding his or their participation in such action, by voting or otherwise, even though his/her or their presence or vote, or both, might have been necessary to obligate this corporation upon such contract or transaction; provided, that the fact of such interest shall be disclosed to or known by the Directors acting on such contract or transaction.

Each of the officers and directors of the Company shall be allowed to engage in business for their own account and shall not be deemed to be in competition with this corporation or using corporate opportunity provided that such business shall not be the same as, or substantially similar to the primary business in which the corporation is engaged.

## **ARTICLE VII**

The number of directors of this corporation shall be fixed by the bylaws and may be increased or decreased from time to time in the manner specified therein. The initial Board of Directors shall consist of two (2) directors, and the names and addresses of the persons who shall serve as directors; until the first annual meeting of shareholders and until their successors are elected and qualify unless they resign or are removed are:

Gene Sibbett  
PO Box 798  
Soda Springs, Idaho 83276

Terri M. Sibbett  
PO Box 798  
Soda Springs, Idaho 83276

## **ARTICLE VIII**

The Board of Directors shall have the power to adopt, amend or repeal the bylaws or adopt new bylaws for this corporation whenever board members meet at a meeting of shareholders. Notwithstanding the foregoing, nothing herein shall act to deny the concurrent power of the shareholders to adopt, alter, amend or repeal the bylaws.

## **ARTICLE IX**

The name of the initial registered agent of this corporation and the address of its initial registered office(s) are as follows:

Gene Sibbett  
48 Grays Lake Rd.  
Wayan, ID 83285  
Tel: 208.574.2525

## **ARTICLE X**

Except as may be otherwise provided by the Board of Directors of this corporation, no preemptive rights shall exist with respect to shares of stock or securities convertible into shares of stock of this corporation.

## **ARTICLES XI**

The holders of stock of this corporation shall not be held individually responsible as such for any debts, contracts, liabilities, or engagements of the corporation, and shall not be liable for assessments to restore impairments in the capital of the corporation; nor shall stock of this corporation be liable to assessment for any purpose.

## **ARTICLE XII**

*The name and address of the incorporator is:*

Gene Sibbett  
48 Grays Lake Rd.  
Wayan, ID 83285  
Tel: 208.574.2525

## **ARTICLE XIII**

This corporation reserves the right to amend, alter, change, or repeal any of the provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by law, and rights and powers conferred herein on shareholders and directors of this corporation are subject to this reserved power.

## **ARTICLE XIV**


A director shall have no liability to the corporation or its shareholders for monetary damages for conduct as a director, except for acts or omissions that involve intentional misconduct by the director, or a knowing violation of law by the director, or for conduct violating the law, or for any transaction from which the director will personally receive a benefit in money, property or services to which the director is not legally entitled.

If the Idaho Business Corporation Act is hereafter amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director shall be eliminated or limited to the full extent permitted by the Idaho Business Corporation Act, as so amended.

**WITNESS:**

**Any repeal or modification of this Article shall not adversely affect any right protection of the director of the corporation existing at the time of such repeal and modification for or with respect to an act or omission of such director occurring prior to such repeal or modification.**

IN WITNESS WHEREOF, the incorporator, as named herein, has set his hand on this 6th day of February 2006.

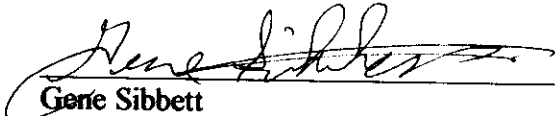
  
Gene Sibbett, Incorporator

## CONSENT TO SERVE AS REGISTERED AGENT

I, Gene Sibbett, hereby consent to serve as Registered Agent in the State of Idaho, for the following corporation:

**INetEYE, Inc.**  
Gene Sibbett  
48 Grays Lake Rd.  
Wayan, ID 83285  
Tel: 208.574.2525

I understand that as agent for the corporation, it will be my responsibility to receive service of process in the name of the corporation; to forward all mail to the corporation; and to immediately notify the office of the Secretary of State in the event of my resignation, or of any changes in the registered office address of the corporation for which I am agent.

  
Gene Sibbett  
Registered Agent

Feb 10 / 2006  
Date