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From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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FLORIDA PROFIT/NON PROFIT CORPORATION

networks usa, inc.

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Articles of Incorporation

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Article 1: Name and Address of Corporation:

NETWORKS USA, INC.
3601 PGA BOULEVARD
SUITE 101
PALM BEACH GARDENS, FL 33410

2008 JUL 21 A 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

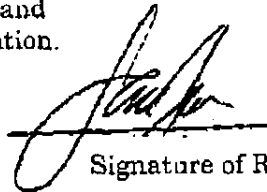
MAILING ADDRESS:
P.O. BOX 8600
JUPITER FL 33468

Article 2: Capital Stock: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000 shares with \$0.01 par value.

Article 3: Registered Agent Name and Office:

JASON FELDMAN
3601 PGA BOULEVARD
SUITE 101
PALM BEACH GARDENS, FL 33410

*I am familiar with and hereby accept the duties and responsibilities as Register Agent for said corporation.



Signature of Registered Agent

Article 4: The Board of Directors is: (Board of Directors is NOT REQUIRED).
First listed is President, Second is Vice President, then Secretary/Treasurer.

1. **JEROME FELDMAN**
P.O. BOX 8600
JUPITER FL 33468
2. **JASON FELDMAN**
P.O. BOX 8600
JUPITER FL 33468

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Article 5: Incorporator Name and Address:

H08000171393

JASON FELDMAN
3601 PGA BOULEVARD
SUITE 101
PALM BEACH GARDENS, FL 33410

In witness whereof, I have subscribed my name:



Signature of Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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