

P9500028866
James L. Chase & Associates, P.A.

ATTORNEYS AND COUNSELORS AT LAW

**JAMES L. CHASE
STEVEN E. QUINNELL
KEITH A. McIVER
PATRICK JACKSON**

**Reply to:
101 East Government Street
Pensacola, FL 32501
904-434-3601
FAX # 434-3708**

**13430 Gulf Beach Hwy.
Pensacola, FL 32507
904-492-4770**

April 5, 1995

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32301

200001450922
-04/07/95--01082--003
*****70.00 *****70.00

RE: Amerifirst Network, Inc.

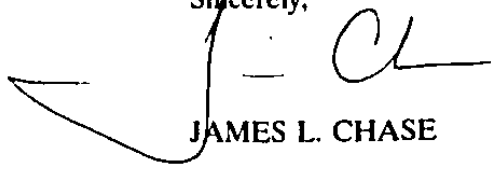
Dear Sir:

Enclosed herewith you will find the original and one copy of the Articles of Incorporation for the above-captioned corporation to be filed with your office. Also enclosed is a check in the amount of \$70.00 which includes a \$35.00 filing fee and the \$35.00 fee for the designation of registered agent.

After filing the Articles of Incorporation, please return a letter of acknowledgement and the copy of the Articles of Incorporation with the filing date stamped thereon.

If you have any questions, please do not hesitate to contact me.

Sincerely,


JAMES L. CHASE

JLC:lb

Enclosure

cc: Jay Patel (w/encl.)

FILED
55 APR -7 PM 2:53
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AMERIFIRST NETWORK, INC.

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of this Corporation shall be **Amerifirst Network, Inc.**

FILED
05 MAR -1 PM 2:53
CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF
DADE, FLORIDA

ARTICLE II
NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III
AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 1,000 shares of Common Stock having no par value.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

ARTICLE IV

TERM OF EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of the Corporation are as follows:

5350 Mobile Highway
Pensacola, Florida 32526-2102

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

101 East Government Street
Pensacola, Florida 32501

The name of the initial registered agent of this Corporation at that address shall be:

James L. Chase

ARTICLE VII
BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of and the business and affairs of the Corporation shall be managed under the direction of a Board of Directors, which shall have one (1) director initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the By-Laws of the Corporation.

ARTICLE VIII
INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

Jay Patel
5350 Mobile Highway
Pensacola, Florida 32526-2102

ARTICLE IX
SPECIAL PROVISIONS

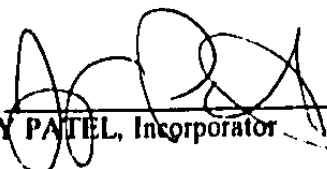
The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and for creating, defining, limiting and regulating the powers of the Corporation, its shareholders and directors, are hereby adopted as a part of these Articles of Incorporation.

1. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office in this Corporation.

2. The Board of Directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable conditions by way of security upon the issue of new certificates therefor.

3. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all directors for services to the Corporation as directors, officers or otherwise.


IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Pensacola, Florida, for the uses and purposes aforesaid, this 29th day of March, 1995.



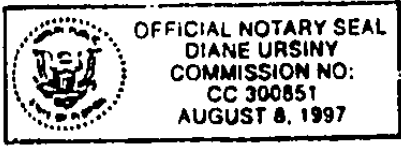
JAY PATEL, Incorporator

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was sworn to and subscribed before me on this 29th day of March, 1995, by JAY PATEL, who personally appeared before me.



NOTARY PUBLIC



Diane Ursiny

(typed or printed name)

My Commission Expires: _____

My Commission No.: _____

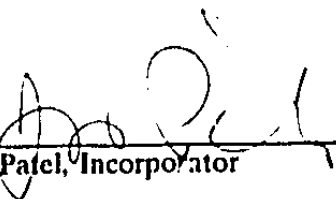
Personally known; or Produced identification

Type of identification produced: _____

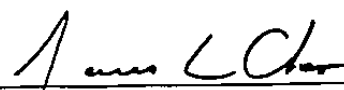
**DESIGNATION AND ACCEPTANCE
OF
REGISTERED AGENT
OF
AMERIFIRST NETWORK, INC.**

FILED
MAR 11 PM 2:53

Pursuant to Section 48.091 and Chapter 607, Florida Statutes, Amerifirst Network, Inc., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 101 East Government Street, Pensacola, Florida, has named James L. Chase located thereat as its registered agent to accept service of process within this state.

BY: 
Jay Patel, Incorporator

Having been named as registered agent to accept service of process for the above-stated Corporation, at the location designated herein, I accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

BY: 
James L. Chase, Resident Agent

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P95000028866

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 13, 1997

AMERIFIRST NETWORK, INC.
5350 MOBILE HIGHWAY
18
PENSACOLA, FL 32526-2102

SUBJECT: AMERIFIRST NETWORK, INC.
Ref. Number: P95000028866

Debit Memo #: 7397-A

This is to inform you that check #1082 in the amount of \$165.00 submitted with the annual report for AMERIFIRST NETWORK, INC. has been returned by your bank because of NON-SUFFICIENT FUNDS.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$180.00 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after July 13, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (904) 487-6057.

Pat Bailey
Accountant I

Letter Number: 497A00025452

P95000028866

400002230084--8
-07/03/97--01080--010
****180.00 ****180.00

July 2, 1997

REPLACEMENT FEE 1997

ANNUAL REPORT: AMERIFIRST
NETWORK, INC.

DEBIT MEMO: # 7397-A

CHECK #: 1082

P950000 28866
Amerifirst Network Inc.

June 28, 1997

Division of Corporations
Attn: Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

Re: Amendment to Articles of Incorporation

To Whom It May Concern:

Attached is the articles of amendment to the articles of incorporation.

If you have any questions please do not hesitate to call me at (904) 457-3489 and ask for Nash Patel.

Also please send the confirmation letter to Amerifirst Network Inc.
Attn: Nash Patel
2400 W. Michigan Ave.
Suite 17-B
Pensacola, FL 32526-2102

Thank You

Nash S. Patel CHA
President

NSP/np

FILED
97 JUL 15 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

100002225931--0
-06/30/97--01032--008
*****35.00 *****35.00

AM
E.L.F.
7/1/97

2400 W. Michigan Ave.-Suite 17-B-Pensacola, FL 32526
Telephone (904) 457-3489-Facsimile (904) 453-1121



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 7, 1997

AMERIFIRST NETWORK INC.
ATTN: NASH PATEL
2400 W. MICHIGAN AVENUE, SUITE 17B
PENSACOLA, FL 32526-2102

SUBJECT: AMERIFIRST NETWORK, INC.
Ref. Number: P95000028866

We have received your document for AMERIFIRST NETWORK, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 197A00035014

Amerifirst Network Inc.

July 10, 1997

Division of Corporations
Attn: Karen Gibson
P.O. Box 6327
Tallahassee, FL 32314

Re: Changes for corporation

To Whom It May Concern:

Attached is the the revised copy that was requested by the Division of Corporations for the corporation in the name of Amerifirst Network Inc.

If you have any questions please do not hesitate to call me at (904) 457-3489 and ask for Nash Patel.

Also please send the confirmation letter to **Amerifirst Network Inc.**
Attn: Nash Patel
2400 W. Michigan Ave.
Suite 17-B
Pensacola, FL 32526-2102

Thank You



Nash S. Patel CHA
President

NSP/np

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

Amerifirst Network Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article V-Principal Office and Mailing Address

Amend to 2400 W. Michigan Ave.
Suite 17-B
Pensacola, Fl 32526

Article VII-Board of Directors

Deleted Ela Patel

Deleted Parvatiben Patel

Amended Jay Patel-Secretary/Senior V.P. to only Senior V.P.

Added Nash Patel-President/Secretary

97 JUL 15 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 4-25-97

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."
- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 26th day of June, 19 97

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Nash Patel

Typed or printed name

President, Secretary, Director

Title