G.W.S. SIMPSON III

431 Canal Street, Selle A, New Smyrna Beach, Florida 32108 (004) 427-2300

June 9, 1995

Department of State Division of Corporations PO Box 6327 Tallahassee, Florida 32314

For Overnight Delivery: 409 East Gaines Street Tallahassee, Fl. 32301

Re: Filing of Articles of Incorporation and Designation and Acceptance of Registered Agent for:

SUNNET CORP.

Dear Sir:

Enclosed please find for filing the below listed documents for the above mentioned corporation for profit:

ARTICLES OF INCORPORATION DESIGNATION OF RESIDENT AGENT / OFFICE and ACCEPTANCE

along with the following fees:

CORPORATE FILING FEES: RESIDENT AGENT DESIGNATION FEE:

35.00

TOTAL FEES:

70.00 U.S.

Please file the enclosed articles and resident agent designation, and return to me a NON-certified copy after filing of the articles, along with your letter assigning the document number. Enclosed is a copy of the Articles and a copy of the Designation of Registered Agent for returning to me marked filed.

Please call immediately if there is any problem with this request.

G. W. S. Simpson III

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enclosures:

Articles of Incorporation for SUNNET CORP.

Copy of Articles and Designation of Resident Agent

Designation and Acceptance of Resident Agent VLADIMIR VIKTOROVICH DAVYDOV

EFFECTIVE DATE

6-9-95

ARTICLES OF INCORPORATION

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FILED 95 JUN 12 PM 3: 43 SECRETARY OF STATE TALLAHASSEE, FLORIDA

SUNNET CORP.

The undersigned, for the purpose of forming a corporation under the FLORIDA GENERAL CORPORATION ACT, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is

SUNNET CORP.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on June 9, 1995.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

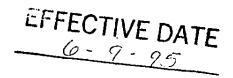
This corporation is authorized to issue 100 shares of No Par Value voting common stock which shall be designated "Voting Common Stock", and 100 shares of No Par Value nonvoting common stock which shall be designated "Non-Voting Common Stock".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash or equivalent of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof even if it requires the issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED AGENT

The street address of the Initial registered agent's office of this corporation is 112 VIA BENEVENTO, NEW SMYRNA BEACH, FLORIDA, 32169 County of Volusia; and the name of the initial registered agent of this corporation is VLADIMIR VIKTOROVICH DAVYDOV.



ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time as set forth in the By-laws. The name and address of the initial member of the Board of Directors is:

Namo: Address: VLADIMIR VIKTOROVICH DAVYDOV

112 VIA BENEVENTO

NEW SMYRNA BEACH, FLORIDA 32169

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is VLADIMIR VIKTOROVICH DAVYDOV, whose address is 112 VIA BENEVENTO, NEW SMYRNA BEACH, FLORIDA 32169.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent allowed by law.

ARTICLE X - PRINCIPAL OFFICE

The principal office of this corporation is at 112 VIA BENEVENTO, NEW SMYRNA BEACH, FLORIDA 32169.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this _____ day of June, 1995.

VLADIMIR VIKTOROVICH/DAVYDOV, Incorporator

112 VIA BENEVENTO, NEW SMYRNA BEACH, FLORIDA 32169

STATE OF FLORIDA

COUNTY OF VOLUSIA

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County set forth above, personally appeared VLADIMIR VIKTOROVICH DAVYDOV, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation. He produced a Florida drivers license and did not take an oath.

IN WITNESS WHEREOF, I have herounto set my hand and affixed my official seal in the State and County afcrosaid, this

___ day of June, 1995.



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091 and Chapter 607.034, Florida Statutes, the following is submitted, in compilance with said act:

FIRST - SUNNET CORP., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation as 112 VIA BENEVENTO, NEW SMYRNA BEACH, FLORIDA 32169, COUNTY OF VOLUSIA, has named VLADIMIR VIKTOROVICH DAVYDOV to act as its agent to accept service of process within this state of Florida.

Dated this 9 day of June, 1995.

By: _____

VLADIMIR VIKTOROVICH DAVYDOV

Director of SUNNET CORP.

ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity as registered agent as lawfully required, and agree to comply with the provisions of said Act relative to keeping open said office.

Fiorida Statutes provides:

48.091 Corporations; designation of registered agent and registered office.---

- (1) Every Florida corporation and every foreign corporation now qualified or hereafter qualifying to transact business in this state shall designate a registered agent and registered office in accordance with chapter 607.
- (2) Every corporation shall keep the registered office open from 10 a.m. to 12 noon each day except Saturdays, Sundays, and legal holidays, and shall keep one or more registered agents on whom process may be served at the office during these hours. The corporation shall keep a sign posted in the office in some conspicuous place designating the name of the corporation and the name of its registered agent on whom process may be served.

Dated this _ ___ day of June, 1995.

VLADIMIR VIKTOROVICH DAVYDOV Registered Agent, SUNNET CORP.

By:

