

P96000050900

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
-06/13/06- 11:04 AM
TALLAHASSEE, FL

SUBJECT: Net Commerce Group, Inc.
(Proposed corporate name - must include suffix)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 12 AM 11:28

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee
& Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Shannon McWilliams, CPA, MBA
Name (Printed or typed)

4138 Neil Court
Address

Tallahassee, Florida 32303
City, State & Zip

(904) 922-6869
Daytime Telephone Number

NOTE: Please provide the original and one copy of the articles.

ST
6/14

Articles of Incorporation

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

Article I Corporate Name

The name of the corporation shall be:

NET Commerce Group, Inc.

Article II Corporate Purpose

The purpose of this corporation shall be to provide consultation, development, deployment services or otherwise facilitate commercial or governmental use of network technologies to conduct electronic commerce and other strategic initiatives including, but not limited to, public access to information, distance learning and corporate training.

The purposes above shall be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporate objectives.

Article III Corporate Office

The principal place of business will be:

**4138 Neil Court
Tallahassee, Florida 32303**

The mailing address of this corporation shall be:

**3813-7 North Monroe Street
P.O. Box 102
Tallahassee, Florida 32303**

Article IV Corporate Shares

This corporation is authorized to have outstanding 10,000 shares of common stock.

Article V Initial Registered Agent and Street Address

Below is listed the name and street address of the initial registered agent.

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96 JUN 12 PM 11:59

Mr. Shannon Patrick McWilliams, CPA, MBA
4138 Neil Court
Tallahassee, Florida 32303

Article VI Incorporator

Below is listed the name and street address of all incorporators of these Articles of Incorporation:

Mr. Shannon Patrick McWilliams, CPA, MBA
4138 Neil Court
Tallahassee, Florida 32303

The undersigned incorporator has executed these Articles of Incorporation this 1st day of June, 1996.



Signature

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is Net Commerce Group, Inc.

2. The name and address of the registered agent and office is:

Shannon Patrick McWilliams, CPA, MBA
(NAME)

4138 Nell Court
(P.O. Box or Mail Drop **NOT** Acceptable)

Tallahassee, Florida 32303
(CITY/STATE/ZIP)

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Having been named as registered agent and to accept service of process for the above state corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

S. McWilliams
(SIGNATURE)

6/4/96
(DATE)