

P96000070838

TRANSMITTAL LETTER

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

SUBJECT: Object Technology Group, Inc. #R96040003963 FILED 8/19/96

I enclose an original and 1 copy of the Articles of Incorporation for the above corporation and a check in the amount of \$122.50.

SIGNED: Bradley J. Ross

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****122.50 ****122.50

From:
Bradley J. Ross
300 Sheeah #103
Winter Springs, FL 32708
(407) 696-6478

FILED
96 AUG 23 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc AUG 26 1996

FILED
96 AUG 23 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
OBJECT TECHNOLOGY GROUP, Inc.

ARTICLE I NAME
The name of the corporation shall be:

Object Technology Group, Inc.

ARTICLE II PRINCIPAL OFFICE
The principal place of business and mailing address of this corporation shall be:

300 Sheeah #103
Winter Springs, FL 32708

ARTICLE III CAPITAL STOCK
The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
10,000 shares

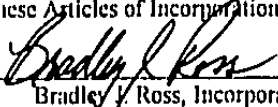
ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS
The name and address of the initial registered agent is:

Bradley J. Ross
300 Sheeah #103
Winter Springs, FL 32708

ARTICLE V INCORPORATOR
The name and street address of the incorporator to these Articles of Incorporation is:

Bradley J. Ross
300 Sheeah #103
Winter Springs, FL 32708

The undersigned has executed these Articles of Incorporation this 20th day of August 1996.



Bradley J. Ross, Incorporator

CERTIFICATE OF DESIGNATION
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:

OBJECT TECHNOLOGY GROUP, Inc.

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

Bradley J. Ross
300 Shenah #103
Winter Springs, FL 32708

Signature: Bradley J. Ross

Title: Vice President

Date: 8/20/96

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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.

Signature: Bradley J. Ross

Date: 8/20/96

96 AUG 23 PM 2: 08
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96000070838

February 24, 1997

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

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-02/26/97--01048--006
*****96.25 *****96.25

To Whom It May Concern,

Enclosed are the ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF OBJECT TECHNOLOGY GROUP, INC. and a check for \$96.25. Articles I, II, IV and V are being amended. The check for \$96.25 is for the \$35 filing fee, certified copies of the amendment (\$52.50) and certificate of status (\$8.75).

Contact Information: Bradley J. Ross
700 Timberwilde Ave.
Winter Springs, FL 32708
PH: (407) 353-6361

Sincerely,



Bradley J. Ross
Vice President/Treasurer
Object Technology Group, Inc.

700 TIMBERWILDE AVE.
WINTER SPRINGS, FL 32708

Amendment
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 26 PM 1:26
Tallahassee, FL
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 26 P11 1:25

Object Technology Group, 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)

1) ARTICLE I IS BEING AMENDED TO:

THE NAME OF THE CORPORATION SHALL BE:
NETCOMMERCE CORPORATION

2) ARTICLE II PRINCIPLE OFFICE IS BEING AMENDED TO
THE PRINCIPLE PLACE OF BUSINESS AND MAILING ADDRESS OF
THIS CORPORATION SHALL BE:

P.O. BOX 196725
WINTER SPRING, FL 32719-6725

3) ARTICLE IX INITIAL REGISTERED AGENT AND ADDRESS IS BEING AMENDED TO
THE NAME AND ADDRESS OF THE REGISTERED AGENT IS:

BRADLEY, J. ROSS
700 TIMBERWILDE AVE.
WINTER SPRINGS, FL 32708

4) ARTICLE II INCORPORATOR IS BEING AMENDED TO:
THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF
INCORPORATION IS:

BRADLEY, J. ROSS
700 TIMBERWILDE AVE.
WINTER SPRINGS, FL 32708

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: 2/24/97

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 day 24th of FEBRUARY, 19 97

Signature Bradley J. Ross, VICE PRESIDENT/TREASURER
(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)

BRADLEY J. ROSS
Typed or printed name

VICE PRESIDENT/TREASURER
Title