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FILED
99 APR -1 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gleim Internet
4201 NW 95 Blvd
Gainesville FL 32606

March 31, 1999

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- *****78.75 - *****78.75

DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, FL 32314

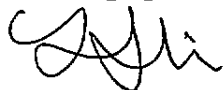
RE: GLEIM INTERNET, INC.

Enclosed please find an original and one copy of the Articles of Incorporation of the above-named corporation with the acceptance of the Resident Agent endorsed thereon, together with my check payable to the Florida Department of State in the amount of \$78.75 to cover the following fees:

Filing fee	\$35.00
Certificate Designating Resident Agent	\$35.00
Certified copy of Articles of Incorporation	\$8.75

After the original Articles of Incorporation have been filed, please certify the enclosed copy and return it to me.

Sincerely yours,



Lawrence Allen Gleim

Enc.

PH
4/6/99 ✓

ARTICLES OF INCORPORATION
of
GLEIM INTERNET, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I

Name. The name of the Corporation is GLEIM INTERNET, INC.

Article II

Duration and Effective Date. The period of duration of this Corporation shall be perpetual, commencing on the date of execution of these Articles.

Article III

Purpose. The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and the State of Florida.

Article IV

Capital Stock. This Corporation is authorized to issue SIX HUNDRED (600) shares of One Dollar (\$1.00) par value common stock.

Article V

By-Laws. The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and shareholders.

Article VI

Principal Office. The principal place of business and mailing address of this Corporation shall be: The principal place of business is 4201 NW 95th Boulevard, Gainesville, Florida 32606 and the mailing address is PO Box 12008, University Station, Gainesville, Florida 32604.

ARTICLE VII

Initial Registered Agent and Street Address. The name and Florida street address of the initial registered agent are: LAWRENCE ALLEN GLEIM, whose street address is 4201 NW 95th Boulevard, Gainesville, Florida 32606.

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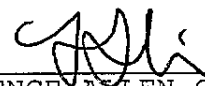
Article VIII

Initial Board of Directors. This Corporation shall have one (1) Director initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but it shall never be less than one. The name and address of the initial Director of this Corporation are: LAWRENCE ALLEN GLEIM, 4124 NW 46th Drive, Gainesville, Florida 32606.

Article IX

Incorporator. The name and address of the incorporator to these Articles of Incorporation are: LAWRENCE ALLEN GLEIM, 4124 NW 46th Drive, Gainesville, Florida 32606.

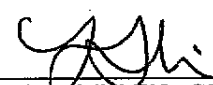
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1st day of April, 1999.



LAWRENCE ALLEN GLEIM
Incorporator

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.

Dated the 1st day of April, 1999.



LAWRENCE ALLEN GLEIM
Registered Agent