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JOHN J. MURPHY III, P.A.

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3880 SHERIDAN STREET  
HOLLYWOOD, FL 33021-3634

JOHN J. MURPHY III  
MEMBER FLORIDA AND NEW YORK BARS

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December 16, 1999

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

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-12/20/99--01121--009  
\*\*\*\*\*78.50 \*\*\*\*\*78.50  
M M

RE: RICHARD & LYNN G. KAYNE  
Inter-Networking, Inc., a (new) Florida corporation  
OUR FILE NO.: 99-170JM

Dear Gentlemen:

Enclosed herein please find certificate of incorporation for Inter-Networking, Inc., along with our trust account check in the amount of \$78.75 to cover the filing fee. Please furnish the undersigned with a certified copy of same. I have enclosed a self-addressed, stamped envelope for your convenience.

Thank you for your assistance.

Very truly yours,

JOHN J. MURPHY III, P.A.

JOHN J. MURPHY III, ESQ.  
JJM/soa  
Enclosures

FILED  
99 DEC 20 PM 2:10  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

1/3  
Informed client by letter  
Corrected zip code on RA designation  
page. SH

S. Thompson JAN 03 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

December 27, 1999

JOHN J. MURPHY III, ESQ.  
3880 SHERIDAN ST.  
HOLLYWOOD, FL 33021-3634

SUBJECT: INTER-NETWORKING, INC.  
Ref. Number: W99000029348

We have received your document for INTER-NETWORKING, INC. and your check(s) totaling \$78.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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

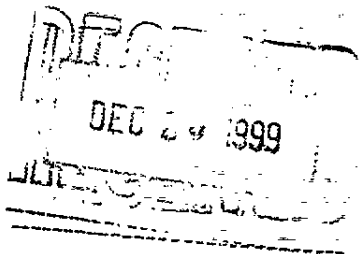
If you have any questions concerning the filing of your document, please call (850) 487-6929.

Shannon Thompson  
Document Specialist

Letter Number: 199A00060143

*Kim Rolfe -*

*Please use original filing date  
of 12/20/99 for this Corporation  
as we discussed. Thank you  
for your assistance -*



**ARTICLES OF INCORPORATION  
KAYNE & KAYNE MARKETING, INC.**

**FILED**  
99 DEC 20 PM 2:10  
SECRETARY OF STATE  
TALLAHASSEE FL 32399

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

**ARTICLE ONE  
NAME**

The name of the corporation is Kayne & Kayne Marketing, Inc.

**ARTICLE TWO  
PRINCIPAL OFFICE**

The street address of the initial principal office of the corporation is 5613 N. W. 39 Avenue, Boca Raton, Florida 33496.

**ARTICLE THREE  
CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE FOUR  
PURPOSE OR PURPOSES**

The general purposes for which the corporation is organized are:

1. To carry on and conduct a general agency business, to act, and to appoint others to act, as general agent, special agent, broker, factor, manufacturers' agent, purchasing agent, sales agent, distributing agent, representative, and commission merchant, for individuals, firms, associations, and corporations in the distribution, delivery, purchase, and sale of goods, wares, merchandise, property, commodities, and articles of commerce of every kind and description, and in selling, promoting the sale of, advertising, and introducing, and contracting for the sale, introduction, advertisement, and use of, services of all kinds, relating to any and all kinds of businesses, for any and all purposes.

2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the proceeding business.

3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

**ARTICLE FIVE  
CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is one hundred. Such shares shall be of a single class, and shall have no par value.

**ARTICLE SIX  
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 3880 Sheridan Street, Hollywood, Florida 33021-3634; and the name of its initial registered agent at such address is John A. Kasbar & Company, Inc.

**ARTICLE SEVEN  
DIRECTORS**

The number of directors constituting the corporation's initial board of directors is two. The name and address of each person who is to serve as a member of the initial board of directors is:

Name	Address
Richard Kayne	5613 N. W. 39 Avenue Boca Raton, Florida 33496
Lynn G. Kayne	5613 N. W. 39 Avenue Boca Raton, Florida 33496

**ARTICLE EIGHT  
INCORPORATORS**

The name and address of each incorporator is:

Name	Address
Richard Kayne	5613 N. W. 39 Avenue Boca Raton, Florida 33496
Lynn G. Kayne	5613 N. W. 39 Avenue Boca Raton, Florida 33496

**ARTICLE NINE  
NAMES AND ADDRESSES OF SUBSCRIBERS**

The name and post office address of each subscriber and the number of shares of stock which each agrees to take are:

Richard Kayne

5613 N. W. 39 Avenue  
Boca Raton, Florida 33496

50 Shares

Lynn G. Kayne

5613 N. W. 39 Avenue  
Boca Raton, Florida 33496

50 Shares

Executed by the undersigned on the 14 day of December, 1999.

WITNESSES:

John A. Kasbar

Printed Name John A. Kasbar

Michelle Peña

Printed Name Michelle Peña

State of Florida

County of Broward

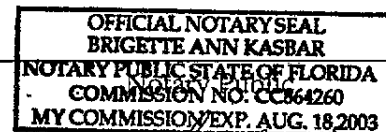
Richard Kayne

Richard Kayne

Lynn G. Kayne

Lynn G. Kayne

I hereby certify that on this day, before me an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgements, personally appeared before me Richard Kayne and Lynn G. Kayne who are personally known to me or produced \_\_\_\_\_ as identification.



Brigitte Ann Kasbar

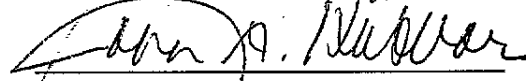
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF FS § 607.0501 or FS § 617.0501, 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 Kayne & Kayne Marketing, Inc.
2. The name and address of the registered agent and office is John A. Kasbar & Company, Inc., 3880 Sheridan Street, Hollywood, Florida 33021-3634.

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.

John A. Kasbar & Company, Inc.

  
John A. Kasbar

**FILED**  
99 DEC 20 PM 2:10  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA