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ATLAS / PEARLMAN

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Division of Corporations

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From:

Account Name : ATLAS, PEARLMAN, TROP & BORKSON, P.A. *mlm*
Account Number : 076247002423
Phone : (954) 763-1200
Fax Number : (954) 766-7800

FLORIDA PROFIT CORPORATION OR P.A.

TheNetdigest.com, Inc.

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF**

TheNetdigest.com, Inc.

The undersigned, a natural person competent to contract, does hereby make,
subscribe and file these Articles of Incorporation for the purpose of organizing a
corporation under the laws of the State of Florida.

**ARTICLE I
CORPORATE NAME**

The name of this Corporation shall be: TheNetdigest.com, Inc.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 4950 West
Prospect Road, Ft. Lauderdale, FL 33309.

**ARTICLE III
NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be
to engage in any and all lawful business permitted under the laws of the United States
and the State of Florida.

BRIAN A. PEARLMAN, ESQ., FLA. BAR #0157023
Atlas, Pearlman, Trop & Borkson, P.A.
350 East Las Olas Boulevard, Suite 1700
Fort Lauderdale, Florida 33301
Phone No.: (954) 763-1200

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**ARTICLE IV
CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be fifty million (50,000,000) shares of common stock, par value \$.001 per share, and five million (5,000,000) shares of preferred stock, par value \$.001 per share. Series of the preferred stock may be created and issued from time to time, with such designations, preferences, conversion rights, cumulative, relative, participating, optional, or other rights, including voting rights, qualifications, limitations, or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such series of preferred stock as adopted by the Board of Directors pursuant to the authority in this paragraph given.

**ARTICLE V
TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE VI
REGISTERED AGENT AND
INITIAL REGISTERED OFFICE IN FLORIDA**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Steven Adelstein
4950 West Prospect Road
Ft. Lauderdale, FL 33309

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**ARTICLE XI
AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE XII
CONTROL SHARE ACQUISITIONS**

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on the 18TH day of January, 2000.


Steven Adelstein, Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS**

TheNetdigest.com, Inc., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 4950 West Prospect Road, Ft. Lauderdale, FL 33309, has named Steven Adelstein, 4950 West Prospect Road, Ft. Lauderdale, FL 33309, as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.


Steven Adelstein

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