TRANSMITTAL LETTER

# )/5/a( Department of State

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

EFFECTIVE DATE

SOCUTIONS FNC SUBJECT: (Proposed corporate name - must include suffix)

\*\*\*\*187.50 \*\*\*\*\*87.50

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

\$70.00

\$78.75

Filing Fee

Filing Fee

& Certificate of Status

**□**\$78.75

\$87.50

Filing Fee

Filing Fee.

& Certified Copy

Certified Copy

& Certificate of

Status

ADDITIONAL COPY REQUIRED

FROM: MICHAEL M. MANNEY (	===	<b>O</b> -	
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Daytime Telephone number

NOTE: Please provide the original and one copy of the articles. FEB 1 1 2000

### EFFECTIVE DATE

02/15/00

#### ARTICLES OF INCORPORATION

#### ARTICLES OF INCORPORATION OF INET BUSINESS & INTERNET SOLUTIONS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida

#### ARTICLE I NAME

The name of the corporation shall be iNET BUSINESS & INTERNET SOLUTIONS, INC.

#### ARTICLE II NATURE OF BUSINESS

The general character, purpose, and nature of business to be transacted by this corporation is as follows:

- (a) To provide, sell, service, and engage in all aspects of Internet and computer sales and services of every kind.
- (b) This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.
- (c) To carry on in any capacity any business or trade deemed legal in the State of Florida
- (d) To become a partner with any person or persons, corporation or any other business entity and engage in the same or other or any character of business legal in the State of Florida
- (e) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any firm, association, corporation, person or persons and to transact any further and or other business necessarily connected with the purpose of this corporation or calculated to facilitate the same.
- (f) To carry on any or all of its operations and business, and to promote its objects within the State of Florida or elsewhere, without restrictions as to place or amount, and to have, use, exercise, and enjoy all of the general powers of like corporations.
- (g) To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors, or otherwise, alone or in company with others, and to do and perform all such things and acts as may be necessary, profitable and expedient in carrying on any of the business or acts named above.
- (h) The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this article, shall be in anywise limited or restricted by reference to or inference from the terms of any other objects, powers, or clause of this Article or any other Articles, but that the objects and powers specifies in each of the clauses and in this Articles shall be regarded as independently objects and powers.

#### ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is [100] shares of common stock having a par value of \$1.00 per share. Said authorized shares may be divided into voting and non-voting shares before action of the Board of Directors, provided, however, that in the event such designation is specifically made by the Board of Directors, said stock shall be deemed voting

Authorized capital stock may be paid for in cash, service of property as just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

#### ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be 6501 Arlington Expressway, Building A, Suite 1 Jacksonville, Florida 32216 and the name of the initial Registered Agent for the corporation at that address is Michael M. Karneol.

#### ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

#### ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

#### ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

#### ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation with the may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

#### ARTICLE IX - EFFECTIVE DATE

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Michael M. Karneol Mary K. Karneol 946 Long Lake Dr. Jacksonville, Florida 946 Long Lake Dr. Jacksonville, Florida

#### ARTICLE X - EFFECTIVE DATE

These Articles of Incorporation shall be effective on the 15th day of February, 2000

#### ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, manifesting there intention that a certain amendment to these Articles of Incorporation be made.

#### ARTICLE XII - REGISTERED AGENT

In Purchase of Chapter 48.091. Florida Statutes, the following is submitted in compliance with said Act. iNET BUSINESS & INTERNET SOLUTIONS, INC., is desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Jacksonville, County of Duval, has named Michael Karneol, whose address is 6501 Arlington Expressway, Building A, Suite 1 Jacksonville, Florida 32216 to accept service of process within the State.

#### ARTICLE XIII- INCORPORATOR

The name and address of the incorporator is: Michael M. Karneol, is 946 Long Lake Dr. Jacksonville, Florida

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 10th day of february 1000.
Incorporator: ] Mishifon Kanan
STATE OF FLORIDA

The foregoing instrument was executed and acknowledged before me this 10th day of 1600, by

**Notary Public** 

State of Florida

Violeta Olmoguez

★My Commission CC700934

Expires December 8, 2001

My Commission Expires:

COUNTY OF DUVAL

## 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. كت	The name of the corporation is: INET IS USINESS & INTERRET SOLUTIONS, I	WC,	,
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2.	The name and address of the registered agent and office is:		
	MUHATEL M. KANNEOL ESE	OO FEB	~
	946 JONG Falle MIVE (P.O. Box or Mail Drop Box NOT ACCEPTABLE)	I PM I	
	TANGOWILD FL = 22225	50 :+	

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.

(CITY/STATE/ZIP)

Mishature) 2-11- 2000
(SIGNATURE) (DATE)