

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: HOLANET.COM LTD.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

MARK ARMSTRONG 600003170876--5
(Name of Person) 03/15/00--01045--005
*****87.50 *****87.50
HOLANET.COM LTD.
(Firm/Company)
11 ISLAND AVE #807
(Address) W-7153
MIAMI BEACH, FL. 33139
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

MARK ARMSTRONG at (305) 534-9940
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy


3/24

FILED
00 MAR 24 AM 9:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

1007-16403

1-27-1995 9:23AM

FROM

P. 1



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 17, 2000

MARK AMSTRONG
11 ISLAND AVE., #807
MIAMI BEACH, FL 33139

SUBJECT: HOLANET.COM. LTD.
Ref. Number: W00000007153

We have received your document for **HOLANET.COM. LTD.** and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: **CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.**

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return 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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 500A00014799

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 MAR 24 AM 8:05

RECEIVED

P-24856

1-27-1995 9:23AM

FROM

P. 2

ATTN: RAY GARCIA

3-23-2000

TO WHOM IT MAY CONCERN:

I, MARK ARMSTRONG WILL BE DISSOLVING
HOLANET.COM LTD, A DELAWARE CORPORATION, & WISH
TO INCORPORATE HOLANET.COM, INC IN THE STATE OF FLORIDA

Sincerely,

MA
MARK ARMSTRONG

PLEASE CALL 305-534-9940 IF YOU HAVE ANY
FURTHER QUESTIONS

FILED
00 MAR 23 AM 9:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

AFFIDAVIT OF John P. Deinum, PRESIDENT
A ACROSS USA AUTO TRANSPORT, INC., a Florida Corporation

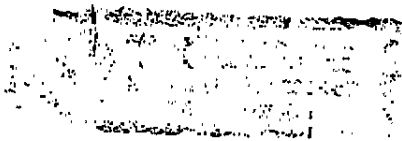
FILED
 00 MAR 24 AM 9:56
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

State of Florida)
) ss
 County of St. John)

BEFORE ME, the undersigned authority, personally appeared John P. Deinum who being first duly sworn, deposes and says:

- 1) That he is over the age of 18 years and a resident of St. Augustine, Florida.
- 2) That A ACROSS USA AUTO TRANSPORT, INC., a Florida for Profit Corporation has been voluntarily dissolved.
- 3) That A ACROSS USA AUTO TRANSPORT, INC., a Florida for Profit Corporation has no intention of revoking its dissolution of the Corporation which will be filed with the Florida Department of State on _____.
- 4) That the Corporation understands that the name of the Corporation is available for immediate use by any other Corporation.

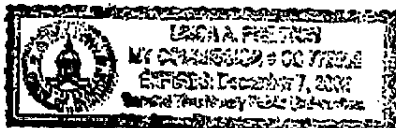
SWORN TO AND SUBSCRIBED before me on this 11th day of FEB. by John P. Deinum who is personally known to me or who has produced as identification a Florida Driver's License as identification and who did take an oath.



John P. Deinum
 John P. Deinum, President of A ACROSS USA AUTO
 TRANSPORT, INC., a Florida Corporation

WS D/L 2
 D2294-407770345

(Seal)



Linda A. Phoster
 Notary Public, State of Florida at Large
 Printed Name: Linda A. Phoster
 My Commission Expires: Dec 7, 2002

**ARTICLES OF INCORPORATION
OF
HOLANET.COM, INC.**

FILED
MAR 24 AM 9:56
INC.
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is **HOLANET.COM, INC.**, (hereinafter, "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 11 Island Avenue, #807, Miami Beach, Florida 33139 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Elsie Sanchez
343 Almeria Avenue
Coral Gables, Florida 33134

ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President:	Mark Armstrong
Secretary:	Mark Armstrong
Treasurer:	Mark Armstrong

whose addresses shall be the same as the principal office of the Corporation.



SPIEGEL & UTRERA, P.A.

L A W Y E R S

www.amerilawyer.com

343 ALMERIA AVENUE CORAL GABLES, FL 33134 - (305) 445-2700 - (800) 603-3900 - FACSIMILE (305) 447-8900
MAILING ADDRESS - POST OFFICE BOX 144479, CORAL GABLES, FL 33114-4479

ARTICLE 6 - DIRECTOR(S)

The Director(s) of the Corporation shall be:

Mark Armstrong

whose addresses shall be the same as the principal office of the Corporation.

ARTICLE 7 - CORPORATE CAPITALIZATION

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

7.2 All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.

7.3 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.

7.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.6 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.



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ARTICLE 8 - SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE 9 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 10 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 11 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.



SPIEGEL & UTRERA, P.A.

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ARTICLE 12 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is Spiegel & Utrera, P.A., located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Corporation is Spiegel & Utrera, P.A., 343 Almeria Avenue, Coral Gables, Florida 33134.

ARTICLE 13 - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 14 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 15 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.



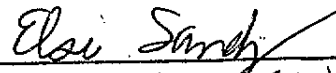
SPIEGEL & UTRERA, P.A.

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IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged
and filed the foregoing Articles of Incorporation under the laws of the State of Florida,
this 3/23/00




Elsie Sánchez, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Spiegel & Utrera, P.A., having a business office identical with the registered
office of the Corporation name above, and having been designated as the Registered
Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts
the obligations of the position of Registered Agent under the applicable provisions of
the Florida Statutes.

Spiegel & Utrera, P.A.


By: _____
Natalia Utrera, Vice President

FILED
MAR 24 AM 9:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA



SPIEGEL & UTRERA, P.A.

LAWYERS

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