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*AmeriNet Group.com, Inc.*

Michael Harris Jordan  
*President & Chief Executive Officer*

Vanessa H. Lindsey  
*Secretary*

G. Richard Chamberlin, Esquire  
*General Counsel*

Michael Harris Jordan	G. Richard Chamberlin
Anthony Q. Joffe	Saul B. Lipson
Edward C. Dmytryk	Penny L. Adams Field
J. Bruce Gleason	Michael A. Caputa
Carol A. Berardi	Dennis A. Berardi

*Board of Directors*

Wriwebs.com, Inc.  
245 North Ocean Boulevard, Suite 201  
Deerfield Beach, Florida 33441  
Telephone (954) 360-0636; Fax (954) 943-4046  
Web site and e-mail [www.wriwebs.com](http://www.wriwebs.com)

Trilogy International, Inc.  
526 Southeast Dixie Highway, Stuart, Florida 34494  
Telephone (561) 781-7278; Fax (561) 781-7282  
Web site and e-mail [www.trilogyonline.com](http://www.trilogyonline.com)

*Operating Subsidiaries*

1941 Southeast 51<sup>st</sup> Terrace  
Ocala, Florida 34471  
Telephone (352) 694-6714  
Fax (352) 694-9178  
e-mail, [grichard@atlantic.net](mailto:grichard@atlantic.net)

Crystal Corporate Center  
2500 North Military Trail, Suite 225-C  
Boca Raton, Florida 33431  
Telephone (561) 998-3435  
Fax (561) 998-3425  
e-mail [webmaster@amerinetgroup.com](mailto:webmaster@amerinetgroup.com)

Respond to Boca Raton address

March 4, 2000

**DEPARTMENT OF STATE**  
*Division of Corporations*  
P.O. Box 6327  
Tallahassee, Florida 32314

500003175935--5  
-03/20/00--01098--018  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re.: *Articles of Incorporation of Team Success, Inc.*

Gentlemen:

Enclosed please find:

- (a) Three sets of articles of Incorporation for the above referenced corporation, one for filing and two to be returned to us bearing recording notations.
- (b) A check in the amount of \$70 covering the costs of filing the articles of amendment.

If you have any questions or comments, please contact the undersigned.

Very truly yours

*G. R. Chamberlin*  
G. Richard Chamberlin  
~~General Counsel~~

FILED  
00 MAR 20 PM 12:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Developing Internet Solutions for Tomorrow's Problems*

3-27  
MC

**ARTICLES OF INCORPORATION  
OF  
TEAM SUCCESS, INC.**

**THE UNDERSIGNED**, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

**WITNESSETH:**

**ARTICLE I  
NAME**

The name of the Corporation is:

**TEAM SUCCESS, INC.**

**ARTICLE II  
DURATION**

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of Florida.

**ARTICLE III  
PURPOSES**

This Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV  
CAPITAL STOCK**

This Corporation is authorized to issue 7,500 shares of Common Stock, One Dollar par value.

**ARTICLE V  
QUORUM FOR STOCKHOLDERS MEETINGS**

Unless otherwise provided for in the Corporation's Bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of stockholders.

FILED  
00 MAR 20 PM 12:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VI**  
**PRINCIPAL OFFICE AND INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the corporations principal office is 4621 NE 11<sup>th</sup> Avenue, Ocala, Florida 34479. The street address of the initial registered office of this Corporation is 4621 NE 11<sup>th</sup> Avenue, Ocala, Florida 34479, and the name of the initial registered agent of this corporation at such address is **James G. Williams**.

**HAVING BEEN NAMED AS A REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION FOR PROFIT AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.**

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

This Corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time in the manner provided in the Bylaws, but shall never be less than one. The name and address of the initial director of the corporation is as follows:

James G. Williams  
4621 NE 11<sup>th</sup> Avenue, Ocala, Florida 34479

David Harvey  
14501 SE 90<sup>th</sup> Avenue, Summerfield, Florida 34491

**ARTICLE VIII**  
**INCORPORATORS**

The name and addressee of the Corporation's incorporator is:

James G. Williams  
4621 NE 11<sup>th</sup> Avenue, Ocala, Florida 34479

**ARTICLE IX**  
**INDEMNIFICATION**

The Corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

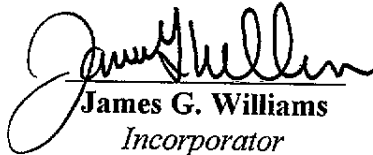
**ARTICLE X**  
**LIMITATION ON STOCKHOLDER SUITS**

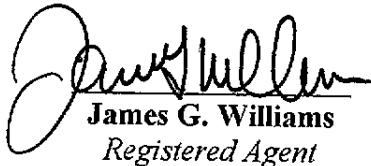
Stockholders shall not have a cause of action against the Corporation's Officers, Directors or agents as a result of any action taken, or as a result of their failure to take any action, unless deprivation of such right is deemed a nullity because, in the specific case, deprivation of a right of action would be impermissibly in conflict with the public policy of the State of Florida. The fact that this Article shall be inapplicable in certain circumstances shall not render it inapplicable in any other circumstances and the Courts of the State of Florida are hereby granted the specific authority to restructure this Article, on a case by case basis or generally, as required to most fully give legal effect to its intent.

\* \* \*

IN WITNESS WHEREOF, we have subscribed our names this 4th <sup>month</sup> day of ~~February~~,  
2000.

*Signed, Sealed & Delivered  
In Our Presence*

  
James G. Williams  
Incorporator

  
James G. Williams  
Registered Agent

STATE OF FLORIDA       }  
COUNTY OF MARION     } ss.:

March THE FOREGOING INSTRUMENT was acknowledged before me, on the 4<sup>th</sup> day of February, 2000, by **James G. Williams**, who is personally known to me or who produced \_\_\_\_\_ as identification and who did/ did not take an oath.

Vanessa H. Mitchem  
Notary Public

Vanessa H. Mitchem  
Print Name

commission expiration:  
commission No.:



Vanessa H. Mitchem  
MY COMMISSION # CC538758 EXPIRES  
March 11, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.