

P000000031485

MAR-28-2000 15:01
Division of Corporations

EMPIRE CORP

305 541 3770 P.01/04

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000013758 8)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 922-4001

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

NETVENUE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 28 PM 12:42

B. McKnight MAR 29 2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 28 PM 12:42

MAR-28-2000 15:02

EMPIRE CORP

305 541 3770 P.02/04

**ARTICLES OF INCORPORATION
OF**

NetVenue, Inc.

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - CORPORATE NAME

The name of the Corporation is NetVenue, Inc.

ARTICLE II - CORPORATE DURATION

The duration of the Corporation is perpetual, and the Corporate existence is to commence upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III - PURPOSE AND POWERS

The general purposes for which the Corporation is organized are to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, and to 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 any other business of the Corporation.

ARTICLE IV. - CAPITALIZATION

The aggregate number of shares the Corporation is authorized to issue is 1000. Such shares shall be of a single class and shall be without par value.

ARTICLE V. - REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of the Corporation is 7365 S.W. 109th Terrace, Miami, FL 33156, and the name of its initial registered agent at such address is Antonio Sabin. The principal office and mailing address of the corporation is 7365 S.W. 109th Terrace, Miami, FL 33156

This instrument prepared by:
Gary Silberman, Esq.
JONAS & SILBERMAN, P.A.
300 71st Street, Suite #405
Miami Beach, FL 33141
Florida Bar No. 0885230
Tel: (305) 866-7651

H000000013758

MAR-28-2000 15:02

EMPIRE CORP

305 541 3770 P.03/04

H00000013758

ARTICLE VI. - DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation are two. The names and addresses of the persons who are to serve as a member of the initial Board of Director is as follows:

David E. Fernandez
5842 S.W. 33rd Street
Miami, FL 33155

Antonio Sabin
7365 S.W. 109th Terrace
Miami, FL 33156

ARTICLE VII. - INCORPORATORS

The name and address of the incorporator is:

Antonio Sabin
7365 S.W. 109th Terrace
Miami, FL 33156

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation at Miami, Florida on the 23rd of March, 2000.


ANTONIO SABIN

STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared ANTONIO SABIN and he acknowledged before me that he is the subscriber to these Articles of Incorporation and he has acknowledged that he has signed same on this 23rd day of March, 2000, and who did take an oath.

H00000013758



Gary Silberman
Commission # CC 811309
Expires Feb. 21, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

MAR-28-2000 15:02

EMPIRE CORP


305 541 3770 P.04/04

H00000013758

Notary Public at Large, State
of Florida
My commission expires:

ACKNOWLEDGMENT OF APPOINTMENT AS REGISTERED AGENT

COMES NOW, ANTONIO SABIN, and hereby acknowledges his appointment as the
registered agent of NETVENUE, INC.



ANTONIO SABIN

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 28 PM 12:42

H00000013758