

# CAPITAL CONNECTION, INC.

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PO000000 33450

Highway Fiber, Inc

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Art of Inc. File Cert

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Release **78 SMITH APR 03 2000**

Courier

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

FILED

RECEIVED

00 MAR 31 PM 1:03  
SECRET  
TALLAHASSEE, FLORIDA

00 MAR 31 AM 11:31  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
HIGHWAY FIBER, INC.

FILED  
00 MAR 31 PM 1:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of this corporation is HIGHWAY FIBER, INC., whose principal office address is 904 E. New Haven Ave., Melbourne, FL 32901 and whose mailing address is 912 E. New Haven Ave., Melbourne, FL 32901.

ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 32,000,000 shares of common stock having a par value of \$0.0001 per share.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

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

Granville Wickline  
3130 Turtlemound Road  
Melbourne, FL 32934

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

ARTICLE VII - INITIAL DIRECTORS

The names and street addresses of the initial directors of this corporation are:

Granville Wickline  
3130 Turtlemound Road  
Melbourne, FL 32934

ARTICLE VIII - INCORPORATOR


The name and street address of the person signing these Articles of Incorporation as the initial incorporator is:

Granville Wickline  
3130 Turtlemound Road  
Melbourne, FL 32934

ARTICLE IX - AMENDMENT

The shareholders shall have the power to adopt, amend, or repeal the Articles of Incorporation when proposed and approved at a shareholder's meeting with not less than a majority vote of the common stock.

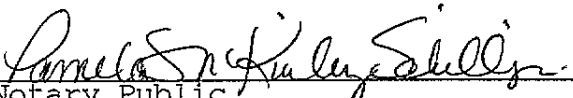
IN WITNESS WHEREOF, the undersigned, as the initial incorporator, has executed the foregoing Articles of Incorporation on this 30th day of March, 2000.


  
SIGNATURE

STATE OF FLORIDA  
COUNTY OF BREVARD

Before me personally appeared Granville Wickline, who is personally known to me or who produced Florida Driver License as identification and who did take an oath, and who executed the foregoing Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that he made and executed the Articles of Incorporation as incorporator of the corporation for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at West Melbourne, Brevard County, Florida, this 30th day of March, 2000.

  
Notary Public  
Print Name: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

 Pamela McKinley Schillinger  
My Commission CC768552  
Expires August 19, 2002


CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THE STATE OF FLORIDA, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED

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Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That **HIGHWAY FIBER, INC.** desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in Melbourne, Brevard County, Florida, has named **Granville Wickline** of 3130 Turtlemound Road, Melbourne, Florida 32934, as its agent to accept service of process within the State.

ACKNOWLEDGEMENT: Having been named to accept service of process for the above stated corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of said Act and Chapter 607, Florida Statutes, relative to keeping open said office.

  
\_\_\_\_\_  
Granville Wickline  
Registered Agent

FILED  
00 MAR 31 PM 1:03  
SECOND JUDICIAL CIRCUIT  
TALLAHASSEE, FLORIDA