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TRANSMITTAL LETTER

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

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-05/08/00--01064--022
*****78.75 *****78.75

SUBJECT: SUNSKY NETWORK INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

ADDITIONAL COPY REQUIRED			
<u>\$70.00</u>	<u>\$78.75</u>	<u>X</u> \$78.75	<u>\$87.50</u>
Filing Fee	Filing Fee	Filing Fee	Filing Fee,
	& Certificate of Status	& Certified Copy	Certified Copy
			& Certificate of
			Status

FROM:

Name (Printed or typed) Frank N. Crossland
Address 29605 U.S. 19 N., Suite 330
City, State & Zip Clearwater, FL 33761
Daytime Telephone number 727-789-8300

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY -8 PM 3:47

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

5/10/00

EFFECTIVE DATE

5/5/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
of
SUNSKY NETWORK INC.

00 MAY -8 PM 3:47

The undersigned natural person, competent to contract, acting as incorporator for the purpose of organizing a corporation pursuant to Florida Statutes Chapter 607, the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

Article I. Name. The name of the corporation is:

SUNSKY NETWORK INC.

Article II. Duration; Effective Date. The corporation shall have perpetual existence commencing as of May 5, 2000.

Article III. Purposes. The purposes for which the corporation is organized are: To engage in and do any or all lawful acts or activities and to engage in and transact any or all lawful business permitted under the laws of the United States and the laws of the State of Florida.

Article IV. Authorized Stock. The corporation is authorized to issue One Thousand (1,000) shares of common stock of the par value of One Dollar (\$1.00) a share, all of one class, and having the aggregate par value of One Thousand Dollars (\$1,000.00).

Article V. Initial Registered Office and Agent. The street address of the initial registered office of the corporation is 29605 U.S. 19 N., Suite 330, Clearwater, Florida 33761. The name of the initial registered agent of the corporation at this office is Frank N. Crossland.

Article VI. Initial Board of Directors. The corporation shall have a board of directors, which shall initially consist of one (1) individual. The number of directors may be increased or decreased from time to time by an amendment to, or in the manner provided in, the bylaws, provided that the number of directors shall not be less than one (1) individual at any time. The name and the address of the individual who shall serve as the initial director of the corporation are: Frank N. Crossland, 29605 U.S. 19 N., Suite 330, Clearwater, Florida 33761.

Article VII. Incorporator. The name and the address of the incorporator are: Frank N. Crossland, 29605 U.S. 19 N., Suite 330, Clearwater, Florida 33761.

Article VIII. Principal Office and Mailing Address. The initial principal office address of the corporation is: 29605 U.S. 19 N., Suite 330, Clearwater, Florida 33761. The initial mailing address of the corporation is: P.O. Box 957, Palm Harbor, Florida 34682-0957. The corporation reserves the privilege of having branch or other offices at places within or outside the State of Florida.

Article IX. Powers. The corporation shall have all of the corporate powers enumerated in Chapter 607, Florida Statutes, as amended from time to time.

Article X. Amendment of Articles. The corporation reserves the right to amend, alter, change, or repeal any provision or provisions contained in these Articles of Incorporation, or any amendment thereto, in accordance with the laws of the State of Florida as amended from time to time.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, in the State of Florida, this 5th day of May, 2000.



Frank N. Crossland
Incorporator



Frank N. Crossland
Registered Agent

**Certificate Designating Registered Office and Registered
Agent for Service of Process within the State of Florida**

In compliance with Florida Statutes sections 48.091, 607.0501 and 607.0505, the following is hereby submitted:

That Sunsky Network Inc., desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation, located at 29605 U.S. 19 N., Suite 330, Clearwater, Florida 33761, hereby designates and appoints Frank N. Crossland as its registered agent to accept service of process at the aforesaid address, which address is hereby designated as the corporation's registered address for service of process within the State of Florida.

Executed in Clearwater, Florida, this the 5th day of May, 2000.



Frank N. Crossland
Incorporator/Director

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00 MAY -8 PM 3:47

Acknowledgement and Acceptance

Having been designated as registered agent to accept service of process for the above named corporation, at the registered office of the corporation designated in the Articles of Incorporation and this Certificate, I hereby agree to act in this capacity, acknowledge that I am familiar with, and accept, the obligations of this position, and further agree to comply with the duties and obligations imposed by, and in accordance with, the laws of the State of Florida relative to the proper and complete performance of my duties in this capacity.

Executed in Clearwater, Florida, this the 5th day of May, 2000.



Frank N. Crossland
Registered Agent