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C T CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301 (850)222-1092
City State Zip Phone

CORPORATION(S) NAME

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Autopulse Network, Inc.

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CONNIE BRYAN

DEPT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32304

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SMITH JUN 07 2000

**ARTICLES OF INCORPORATION
OF
AUTOPULSE NETWORK, INC.**

Pursuant to Florida law, the undersigned a natural person competent to contract, hereby executes these Articles of Incorporation for the purpose of forming a business corporation under the laws of the state of Florida.

Article I

The name of the corporation is Autopulse Network, Inc.

Article II

The corporation shall have authority to issue (i) Ten Million (10,000,000) shares, all of one class to be designated as common stock, with a par value of one cent (\$.01) per share, and (ii) Five Million (5,000,000) shares, all of one class to be designated as preferred stock, with a par value of one cent (\$.01) per share.

Article III

The street address and mailing address of the principal place of business for the corporation is 790 Pershing Road, Raleigh, North Carolina 27608.

Article IV

The address of the registered office of the corporation in the state of Florida is 1200 South Pine Island Road, Plantation, Florida 33324, Broward County, and the name of its registered agent at such address is CT Corporation System.

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00 JUN -7 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article V

The corporation is to exist in perpetuality.

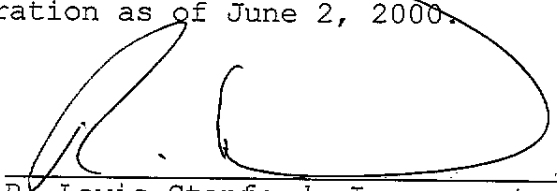
Article VI

The name and address of the incorporator are:

<u>Name</u>	<u>Address</u>
R. Lewis Stanford	790 Pershing Road, Raleigh, North Carolina 27608

To the fullest extent permitted by the Florida Business Corporation Act as it exists or may hereafter be amended, no person who is serving or who has served as a director or officer of the corporation shall be personally liable to the corporation or any of its shareholders for monetary damages for breach of duty as a director. No amendment or repeal of this article, nor the adoption of any provision to these Articles of Incorporation inconsistent with this Article, shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal or adoption.

IN WITNESS WHEREOF, The undersigned has executed these Articles of Incorporation as of June 2, 2000.



R. Lewis Stanford, Incorporator

ACCEPTANCE

BY

REGISTERED AGENT

Pursuant to Florida law, having been named to accept service of process for Autopulse Network, Inc. at the place designated in its Articles of Incorporation, the undersign hereby agrees to act in this capacity and accept the duties and responsibilities of a registered agent for this corporation under the Florida Business Corporation Act.

CT CORPORATION SYSTEM

By: _____

Connie Bryan
CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

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00 JUN - 7 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA