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June 8, 2000

TRANSMITTAL LETTER

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

SUBJECT: Rich Net Inc.

Enclosed please find an original and one (1) copy of the Articles of Incorporation, for the above corporation and check in the amount of \$70.00

FROM:

ROBERT A. ROSENBERG, ESQUIRE 28960 U.S. 19 NORTH, SUITE #100 CLEARWATER, FLORIDA 33761

(727) 771-8787 Telephone Number 100003287091--6 -06/13/00--01059--001 *****70.00 *****70.00

PLEASE SEND COPY TO:

ROBERT A. ROSENBERG, ESQUIRE 28960 U.S. HIGHWAY 19 NORTH SUITE #100 CLEARWATER, FLORIDA 33761

Telephone Number (727) 771-8787

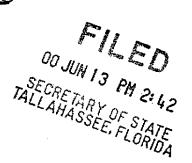
EFFECTIVE DATE

Y OF STAT

Fax Number (727) 781-1387

EFFECTIVE DATE

ARTICLES OF INCORPORATION FOR RICH NET INC.



ARTICLE I - NAME

The name of this corporation shall be Rich Net Inc.

ARTICLE II - DURATION

The duration of the corporation shall be perpetual.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business under Chapter 607, <u>Florida Statutes</u>, as amended from time to time.

ARTICLE IV - AUTHORIZED STOCK

The corporation is authorized to issue Five Thousand (5,000) shares of No Par Value stock.

ARTICLE V - INITIAL REGISTERED AGENT

The name of the initial registered agent of the corporation is Richard Ferkich, Jr. The street address of the initial registered office of the corporation for service of process shall be 8705 Charming Knoll Court, Tampa, Florida 33635.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation initially shall have one director. The number of directors may be increased or decreased from time to time in accordance with the bylaws, provided that the number of directors shall not be less than one person at any time. The name and address of the initial directors of the corporation are:

Richard Ferkich, Jr.

8705 Charming Knoll Court Tampa, Florida 33635

<u>ARTICLE VII – INCORPORATOR</u>

The name and address of each incorporator of the corporation is

Richard Ferkich, Jr.

8705 Charming Knoll Court Tampa, Florida 33635

ARTICLE VIII - PRINCIPAL OFFICE ADDRESS

The initial principal office and mailing address of the corporation shall be 8705 Charming Knoll Court, Tampa, Florida 33635. The corporation reserves the privilege of having branch or other offices at places within or without the State of Florida.

ARTICLE IX - BY LAWS

The board of director(s) at the organizational meeting shall adopt the initial bylaws of the corporation. Thereafter the power to adopt, alter, amend, or repeal the bylaws shall be vested in the shareholders of the corporation.

ARTICLE X - POWERS

The corporation shall have all of the corporate powers enumerated in Chapter 607, <u>Florida Statutes</u>, as amended from time to time.

<u>ARTICLE XI – PRE-EMPTIVE RIGHTS</u>

No holder of stock of the corporation of any class shall have any preferential, pre-emptive or other right to subscribe for or to purchase from the corporation any stock of the corporation of any class, whether or not now authorized, or to purchase any bonds, certificates of indebtedness, debentures, notes, obligations or other securities which the corporation may at any time issue, whether or not the same shall be convertible into stock of the corporation of any class or shall entitle the owner or holder to purchase stock of the corporation of any class.

ARTICLE XII - AMENDMENT OF ARTICLES

The corporation reserves the right to amend, alter, change, or repeal any provision or provisions contained in these Articles or Incorporation, or any amendment thereto, in accordance with the laws of the State of Florida as amended from time to time. All rights conferred upon the shareholder of the corporation are granted subject to this reservation.

ARTICLE XIII - COMMENCEMENT OF CORPORATE EXISTENCE

The date of commencement of corporate existence for the above-named corporation shall be the date of executing of these Articles of Incorporation.

IN WITNESS WHEREOF	f, the undersigned incorporator has executed
these Articles of Incorporation this 6th	day of Juna, 2000
	Richard Ferkich, M.
STATE OF FLORIDA	
COUNTY OF HILLSBOROUGH	
The foregoing instrument 2000, by Richard who has produced identification.	was acknowledged before me this day of day of defertion. Jr., who is personally known to me or type of identification) as Signature of Person Taking Acknowledgment
(NOTARY SEAL)	Printed Name of Approximate Expires January 1, 2003

NOTICE OF ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Richard Ferkich Jr.

8705 Charming Knoll Court

Tampa, Florida 33635

