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Division of Corporations

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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

PHATWIRE, INC.

Certificate of Status	0
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N. Cunningham AUG 8 - 2000

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**ARTICLES OF INCORPORATION
OF
PHATWIRE, INC.**

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the provisions of Chapter 607 Florida Statutes:

ARTICLE I - NAME

The name of this corporation is PhatWire, Inc. (the "Corporation").

ARTICLE II - ADDRESS

The principal business address and mailing address of the Corporation is 15310 Amberly Drive, Suite 250, Tampa, FL 33647.

ARTICLE III - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 15,000 shares of Common Stock having a par value of \$1.00 per share.

**ARTICLE IV - INITIAL REGISTERED
OFFICE AND AGENT**

The initial registered office of this Corporation shall be at 15310 Amberly Drive, Suite 250, Tampa, FL 33647.

ARTICLE V - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is Milton Todd Stouffer, 15310 Amberly Drive, Suite 250, Tampa, FL 33647.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on August 7, 2000.


Milton Todd Stouffer

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Doug Fusch

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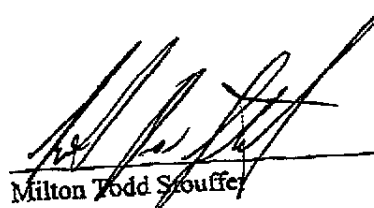
**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE
AND ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

1. The name of the Corporation is: PhatWire, Inc.
2. The name and address of the Registered Agent and the Registered Office is:

Milton Todd Stouffer
15310 Amberly Drive, Suite 250
Tampa, FL 33647

Pursuant to Section 607.0501, Florida Statutes, the undersigned has been named to act as the Registered Agent of phatWire, Inc., at the place designated in this certificate and the undersigned agrees to accept such appointment and to act in that capacity. The undersigned further agrees that the undersigned will comply with Section 607.0505, Florida Statutes, relating to the proper and complete performance of the duties of the Registered Agent of the Corporation and that the undersigned is familiar with and accepts the obligations of the position of Registered Agent for the Corporation.

Date: August 7, 2000.


Milton Todd Stouffer

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