THE CONTRACTOR OF THE PROPERTY CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 50) 224-8870 • 1-800-342<u>-80</u>62 • Fax (850) 222-1222 Networks.com iw Local *****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 Signature Vehicle Search_ Driving Record_ UCC 1 or 3 File_ Requested by: UCC 11 Search_ Name Date UCC 11 Retrieval_

Courier___

Will Pick Up _

Walk-In _____

ARTICLES OF INCORPORATION

OF

New Local Networks.com, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is New Local Networks.com, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 3545 University Plaza, Holiday, FL 34652.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one-thousand (1,000) shares having a par value of \$0.0001 per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is John R. Kiefner, Jr., Harris Barrett, Mann & Dew, LLP, 150 Second Avenue North, Suite 1500, St. Petersburg, FL 33731.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is

Jim McGuire-CEO
Robert Passaneau-Director
Stuart Thompson-Director
Jim Wallace-Vice President & Chairman
3545 University Plaza, Holiday, FL 34652

The undersigned has executed these Articles of Incorporation this 18th day of August 2000.

"Capital Connection, Inc. by, Lance L. McGee, Client Representative"

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CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1.	The name	New Colal Meticules Con Inc.
2. is:	The name	and street address of the registered agent and office
		87. Petershurs, 41, 33731
	John R.	Keifner, Jr.,
	Harris.	Barrett, Mann & Dow IIP

HAVE BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.