

P000000086963

*A publicly held Delaware corporation*

Lawrence R. Van Etten  
*President & Chief Executive Officer*

David K. Cantley  
*Vice President, Treasurer  
& Chief Financial Officer*

Vanessa H. Lindsey  
*Secretary*

Lawrence R. Van Etten   David K. Cantley  
Vanessa H. Lindsey   Michael Jordan  
Anthony Q. Joffe   Saul B. Lipson  
Edward C. Dmytryk   G. Richard Chamberlin  
J. Bruce Gleason   Michael A. Caputa

*Board of Directors*

OPERATING SUBSIDIARIES

Wriwebs.com, Inc.  
245 North Ocean Boulevard, Suite 201; Deerfield Beach, Florida 33441  
Telephone (954) 360-0636; Fax (954) 943-4046  
Web site and e-mail [www.wriwebs.com](http://www.wriwebs.com)

Lorilei Communications, Inc.  
"The Firm MultiMedia"  
7325 Southwest 32nd Street; Ocala, Florida 34474  
Post Office Box 770787; Ocala, Florida 34477  
Telephone (352) 861-1350; Fax (352) 861-1339  
Web site and e-mail [www.callthefirm.com](http://www.callthefirm.com)

ADMINISTRATIVE & EXECUTIVE OFFICES

1941 Southeast 51st Terrace  
Ocala, Florida 34471  
Telephone (352) 694-6661  
Fax (352) 694-1325  
e-mail, [tvcleral@atlantic.net](mailto:tvcleral@atlantic.net)

*Crystal Corporate Center*  
2500 North Military Trail, Suite 225-C  
Boca Raton, Florida 33431  
Telephone (561) 998-3435  
Fax (561) 998-4635  
e-mail [info@amerinetgroup.com](mailto:info@amerinetgroup.com)

Respond to Ocala address

September 4, 2000

DEPARTMENT OF STATE  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

300003330173--4  
-09/12/00-01069-001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re.: Articles of Incorporation of AmeriNet Communications, Inc.

Gentlemen:

Enclosed please find:

- (a) Three sets of the articles of incorporation for the above referenced corporation, including self contained appointment of registered agent, one for filing and two to be returned to us bearing recording notations.
- (b) A check in the amount of \$70 covering the costs of filing the corporate documents.

If you have any questions or comments, please contact the undersigned.

Very truly yours

*Vanessa H. Lindsey*  
Vanessa H. Lindsey  
Secretary

FILED  
00 SEP 12 AM 7:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch SEP 14 2000

Articles of Incorporation  
of  
AmeriNet Communications, Inc.

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to 607, Florida Statutes, does hereby adopt the following Articles of Incorporation, certifying as follows:

Witnesseth:

ARTICLE I  
NAME

The name of the Corporation is:

"AmeriNet Communications, Inc."

ARTICLE II  
DURATION

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE III  
PURPOSES

This Corporation is organized for the purpose of transacting any and all lawful business; provided, however, that it may not engage in any business requiring specialized licenses or subject to specialized government regulation without having first obtained such required licenses or complied with governmentally imposed prerequisites.

ARTICLE IV  
CAPITAL STOCK

This Corporation is authorized to issue one share, \$300 par value which shall be designated as common stock.

ARTICLE V  
INITIAL REGISTERED OFFICE, REGISTERED AGENT & PRINCIPAL ADDRESS

5.1 Registered Office & Registered Agent,

The street address of the initial registered office of this Corporation is 1941 Southeast 51<sup>st</sup> Terrace; Ocala, Florida 34471, and the name of the initial registered agent of this corporation at such address is Vanessa H. Lindsey.

FILED  
00 SEP 12 AM 7:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

5.2. **Principal Office & Mailing Address**

- (1) The Corporation's initial principal office address will be at 7325 Southwest 32nd Street; Ocala, Florida 34474 and its principal mailing address will be Post Office Box 770787; Ocala, Florida 34477.
- (2) The Corporation's initial telephone number will be (352) 861-1350, its initial fax number will be (352) 861-1339 and its initial e-mail address shall be vanessa@atlantic.net.

**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

- (1) This Corporation's board of directors shall have three members initially.
- (2) The number of members of the Corporation's board of directors may be either increased or diminished from time to time in the manner provided in the Bylaws, but shall never be less than one.
- (3) The name and address of the initial members of the Corporation's board of directors are as follows:

Vanessa H. Lindsey  
340 Southeast 55<sup>th</sup> Avenue; Ocala, Florida 34471.

Edward Dmytryk  
707 Kyle Drive; Arlington, Texas 76011.

Lawrence R. Van Etten  
1601 North 15<sup>th</sup> Terrace; Hollywood, Florida 33020.

**ARTICLE VII**  
**INCORPORATORS**

The name and addresses of the Corporation's incorporator is:

Vanessa H. Lindsey  
1941 Southeast 51<sup>st</sup> Terrace; Ocala, Florida 34474

**ARTICLE VIII**  
**INDEMNIFICATION**

The Corporation shall indemnify its Officers, Directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

**ARTICLE IX**  
**AFFILIATED TRANSACTIONS**

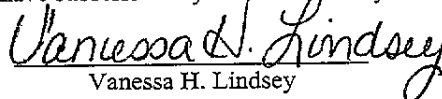
This Corporation shall not be subject to the restrictions or requirements for affiliated transactions imposed by Sections 607.0901, Florida Statutes, as permitted by the waiver provisions of Section 607.0901(5)(a) thereof.

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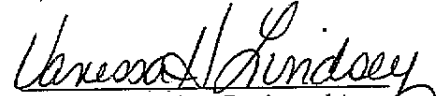
IN WITNESS WHEREOF, I have subscribed my name this 4<sup>th</sup> day of September, 2000.

  
Vanessa H. Lindsey  
Incorporator

**REGISTERED AGENT'S**  
**CONFIRMATION OF PRIOR ACCEPTANCE OF APPOINTMENT**

*Having been previously named as registered agent to accept service of process for AmeriNet Communications, Inc., at the place designated in this certificate, I hereby confirm acceptance of the appointment as registered agent and agree to act in this capacity. I hereby further agree to comply with the provisions of all statutes relating to the proposer performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

September 4<sup>th</sup>, 2000

  
Vanessa H. Lindsey, Registered Agent