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Via Facsimile Only (850) 487-6804

October 31, 2000

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32301

Re: Filing of Articles of Incorporation for
Network Professionals International, Inc.

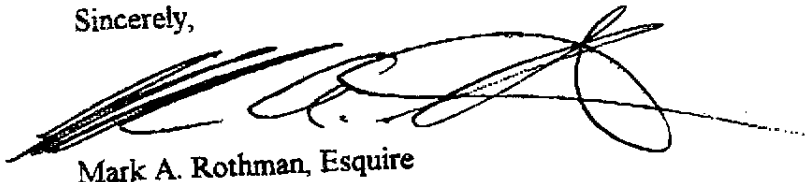
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Ladies and Gentlemen:

This letter is a follow up of this offices phone conversation with your office on Monday, October 30, 2000 with regard to the Articles of Incorporation for Network Professionals of Florida, Inc. As discussed, the name Network Professionals of Florida, Inc. is unavailable. However the name Network Professionals International, Inc. is available. Per your office's instructions, I am faxing an amended first page to the previously filed Articles of Incorporation in order that a corporation be established as Network Professionals International, Inc.

Should you require more than the attached in order to accomplish the task described herein, please contact this office. In the meantime, should you have any additional comments or questions, please feel free to contact this office.

Sincerely,



Mark A. Rothman, Esquire

MAR/ts

Enclosures

FILED
00 OCT 31 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB 10/31

FILED
OCT 31 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

NETWORK PROFESSIONALS INTERNATIONAL, INC.

The undersigned subscriber to these Articles of Incorporation hereby forms a Corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation shall be:

NETWORK PROFESSIONALS INTERNATIONAL, INC.

ARTICLE II - ADDRESS

The principal address of the corporation shall be:

7208 Colonial Lakes Drive
Riverview, FL 33569

ARTICLE III - DURATION

This Corporation shall have perpetual existence.

ARTICLE IV - PURPOSES

The general character or nature of the business to be transacted by this Corporation is to do any and all legal acts as permitted under the laws of the United States and Florida.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is 1000 shares of voting common stock, having no par value.

ARTICLE VI - NAME AND ADDRESS OF INITIAL REGISTERED AGENT

The name and address of its initial Registered Agent is:

NAME

ADDRESS

Daniel Doody

7208 Colonial Lakes Drive
Riverview, FL 33569

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

NAME

ADDRESS

Daniel Doody

7208 Colonial Lakes Drive
Riverview, FL 33569

ARTICLE VIII - DATE OF COMMENCEMENT

The date of commencement of corporation existence to commence upon the filing of the Articles herein by the Department of State.

IN WITNESS THEREOF, the undersigned subscribers have executed these Articles of Incorporation this 20th of October, 2000.

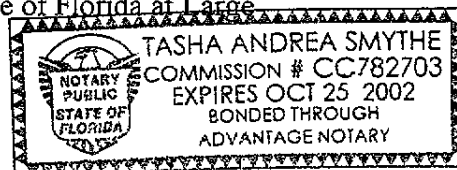
Daniel Doody
Daniel Doody, Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgements in the State of Florida, personally appeared Daniel Doody, who presented _____, as personal identification, who acknowledged to me that he executed these Articles of Incorporation.

Tasha Andrea Smythe
Notary Public
State of Florida at Large

My Commission Expires:



DEPARTMENT OF STATE

Certificate designating place of business or domicile for the Service of Process within this State, Naming Agent upon whom Process may be served.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

NETWORK PROFESSIONALS INTERNATIONAL, INC. corporation organized (or organizing) under the laws of the State of Florida with its principal office at 7208 Colonial Lakes Drive, Riverview, FL 33569, County of Hillsborough, State of Florida, and names Daniel Doody, 7208 Colonial Lakes Drive, Riverview, FL 33569, County of Hillsborough, State of Florida, as its agent to accept service of process with the State.

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and that of any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.

Daniel Doody
Daniel Doody, Registered Agent

AFFIDAVIT:

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

Before me personally appeared Daniel Doody, who presented FL AL 1300165-4-123-0, as personal identification, and who, being duly sworn, deposes and says that he executed the foregoing instrument for the purposes expressed therein.

SWORN TO and subscribed before me this 18th of October, 2000.

Tasha Andrea Smythe
Notary Public
State of Florida at Large

My Commission Expires:

