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LAW OFFICES
of
BRICK & HAMMOND

Peter O. Brick, Esq.
Attorney at Law

**9436 Regency Park Blvd.
Port Richey, Florida 34668
Phone: (727) 847-3121
Fax: (727) 846-9362**

Keith Hammond, Esq.
Attorney at Law

March 27, 2001

DIVISION OF CORPORATIONS
Florida Department of State
409 E. Gaines Street
Tallahassee, FL 32399

FILED
01 APR -2 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Wanstar, Inc.

Dear Sir/Madam:

Attached please find the Articles of Incorporation for the above-referenced corporation together with my check in the amount of \$78.75 to cover the cost of filing and return of one certified copy.

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-04/02/01--01122--001
*****78.75 *****78.75

Please file and return the certified copy of the Articles of Incorporation to this office.

Thank you for your assistance in this matter

Sincerely,

PETER O. BRICK

POB/lr
Enclosures

ARTICLES OF INCORPORATION
of
WANSTAR, INC.

FILED
01 APR -2 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, hereby certify that we have associated ourselves together for the purpose of establishing a corporation under and in accordance with the provision of Chapter 607 Florida Statutes, providing for the information, rights and privileges and immunities of the corporation for profit and in pursuance of the terms of said Statutes, we hereby declare and certify as follows:

ARTICLE I - NAME

The name of this corporation shall be **WANSTAR, INC.** The mailing address of the corporation shall be: **9436 Regency Park Blvd., Suite A, Port Richey, FL 34668.**

ARTICLE II - DURATION

This corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

This corporation shall have the power and authority to forward the purposes and accomplish the objectives hereinafter set forth and to do and perform the same as completely and fully as any natural person is authorized to do under the laws of the State of Florida and in any part of the world:

(a) Communication services, LAN/WAN application networking, ISP and related services, and equipment and software sales.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock with a par value of \$1.00.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is **9436 Regency Park Blvd., Suite A, Port Richey, FL 34668** and the name of the registered agent of this corporation is: **Peter O. Brick, Esq.**

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The names and addresses of the initial directors of this corporation are:

NAME	ADDRESS
Wayne Fogel	9436 Regency Park Blvd., Suite A
	Port Richey, FL 34668

ARTICLE VII - INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation are:

NAME	ADDRESS
Wayne Fogel	9436 Regency Park Blvd., Suite A
	Port Richey, FL 34668

ARTICLE VIII - STOCKHOLDERS

The names and addresses of the Stockholders of this corporation are as follows:

NAME	ADDRESS	SHARES
Wayne Fogel	9436 Regency Park Blvd., Suite A	2,000
	Port Richey, FL 34668	

ARTICLES IX - OFFICERS

The names and addresses of the Officers, who are subject to the provisions of these Articles, By-Laws and Laws of the State of Florida, shall hold office for the first year of this corporation's existence or until their successors are elected, and have qualified are as follows:

NAME	ADDRESS
Wayne Fogel	9436 Regency Park Blvd., Suite A
President & Treasurer	Port Richey, FL 34668
Wayne Fogel	9436 Regency Park Blvd., Suite A
Vice-President & Secretary	Port Richey, FL 34668

ARTICLE X - PREEMPTIVE RIGHTS

Each Stockholder of the corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in the corporation that may from time to time be issued (whether or not

presently authorized) including shares from the treasury, in the ratio that the number of shares he holds at time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the price, terms and conditions of the issue of the shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the Stockholder to the corporation within thirty (30) days of receipt of the notice from the corporation.

ARTICLE XI - BUY BACK

If a shareholder, or anyone receiving shares by sale or inheritance, desires to sell his stock during his lifetime, he shall give the other Stockholders and the Secretary of the Corporation written notice of such desire, and the other Stockholders shall have the right to purchase such stock at any time within thirty (30) days after such notice at such terms as the selling Stockholder may be offering.

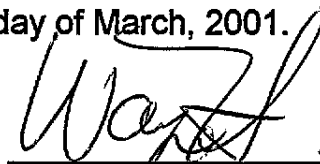
ARTICLE XII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Stockholders.

ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 20 day of March, 2001.



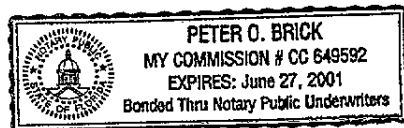
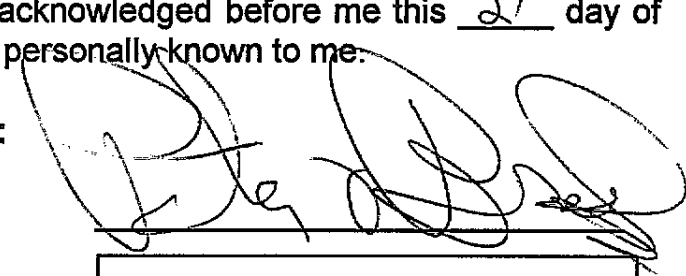
WAYNE FOGEL
Incorporator

State of Florida
County of Pasco

The foregoing instrument was acknowledged before me this 21 day of March, 2001 by Wayne Fogel who is personally known to me.

THIS INSTRUMENT PREPARED BY:

PETER O. BRICK, Esq.
PETER O. BRICK & ASSOCIATES
9436 Regency Park Blvd.
Port Richey, FL 34668
(727) 847-3121
Florida Bar No: 150039



REGISTERED AGENT

The undersigned having been designated as Registered Agent for the service of process within the State of Florida upon **Wanstar, Inc.** does hereby accept the appointment as such agent for the above-named corporation. The address of such corporation is **9436 Regency Park Blvd., Suite A, Port Richey, FL 34668**. The address of the Registered Agent is: **9436 Regency Park Blvd., Suite C, Port Richey, FL 34668**.

IN WITNESS WHEREOF, the name and seal of said Registered Agent hereto is affixed at Port Richey, Florida this 27th day of March, 2001.

Signed, sealed and delivered
in the presence of:

Dorinda A. Ryan
Linda J. Paradiso

Peter O. Brick
PETER O. BRICK

FILED
01 APR -2 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Florida
County of Pasco

The foregoing instrument was acknowledged before me this 27th day of March, 2001 by Peter O. Brick who is personally known to me.

THIS INSTRUMENT PREPARED BY:

PETER O. BRICK, Esq.
PETER O. BRICK & ASSOCIATES
9436 Regency Park Blvd.
Port Richey, FL 34668
(727) 847-3121
Florida Bar No: 150039

Linda J. Paradiso



Linda A. Paradiso
Commission # CC 783980
Expires DEC. 20, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.