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Florida Department of State

Division of Corporations

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Division of Corporations

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From:

Account Name : DUNWODY WHITE & LANDON, P.A.

Account Number : I19990000088

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FLORIDA PROFIT CORPORATION OR P.A.**Netaverse, Inc.**

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**ARTICLES OF INCORPORATION
OF
NETAVERSE, INC.**

**ARTICLE I.
NAME AND ADDRESS**

The name of the Corporation is Netaverse, Inc. ("Corporation"). The principal and mailing address of the Corporation is 3801 PGA Boulevard, Suite 750, Palm Beach Gardens, Florida 33410.

**ARTICLE II.
PURPOSES**

This Corporation is organized for the purpose of transacting any and all lawful business for which a Corporation may be formed under Chapter 607 of the Florida Statutes.

**ARTICLE III.
POWERS**

The Corporation shall possess and may exercise all of the powers and privileges conferred on a Corporation under the laws of the State of Florida, together with all powers necessary or convenient to the conduct, promotion or attainment of the activities or purposes of the Corporation, limited only by the restrictions set forth in these Articles of Incorporation or the Corporation's By-Laws.

**ARTICLE IV.
INCORPORATOR**

The name and address of the Incorporator is David M. Halpern, Esq., Dunwody White & Landon, P.A., 239 South County Road, Suite 300, Palm Beach, Florida 33480.

**ARTICLE V.
STOCK**

The total number of shares of all classes of stock which the Corporation shall have authority to issue is Twenty Million (20,000,000) shares.

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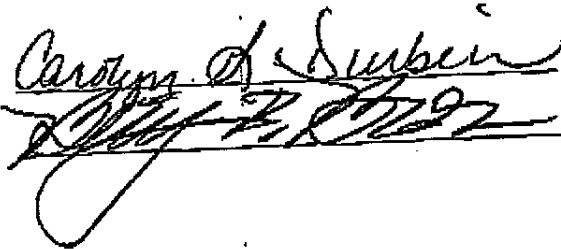
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ARTICLE VI
REGISTERED OFFICE AND AGENT

6.1. The street address of the Registered Office of this Corporation is 3801 PGA Boulevard, Suite 750, Palm Beach Gardens, Florida 33410.

6.2. The name of the Registered Agent of this Corporation located at the address of the Registered Office is Ben Brown, Esq.

IN WITNESS WHEREOF, the undersigned sole incorporator has executed these Articles of Incorporation this 18th day of July, 2001.


Carolyn A. Dunbar


David M. Halpen
Incorporator

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**CERTIFICATE DESIGNATING
REGISTERED AGENT AND REGISTERED OFFICE**

In compliance with Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

Netaverse, Inc., as a corporation under the laws of the State of Florida, has designated 3801 PGA Boulevard, Suite 750, Palm Beach Gardens, Florida 33410 as its Registered Office and has named Ben Brown, Esq., located at that address as its Registered Agent.

By: 

David M. Halpen
Incorporator

Having been named Registered Agent for the above-referenced Corporation at the above-designated Registered Office, the undersigned hereby accepts said appointment, and states that he is familiar with and accepts the obligations of a registered agent under Florida law and agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, relative to keeping open the registered office.


Ben Brown
Registered Agent

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