Mark S. Hankins President 1221 Brickell Avenue, Suite 900 Miamî, Florida 33131

December 7, 2001

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314 200004716112--8--12/10/01--01060--011 ******78.75 ******78.75

RE: Futurenet USA, Inc.

Dear Corporate Specialist:

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Enclosed is an original and one (1) copy of the Articles of Incorporation for the above-referenced corporation, and funds of \$78.75 representing the filing fee for same.

Please do not hesitate to contact the undersigned if there are any questions or concerns.

Sincerely,

Mark Hankins President OLDEC TO WH 4: 33

Articles Of Incorporation

Of

FUTURENET USA, INC.

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THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST: The name of the corporation is FutureNet USA, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The date of the commencement of the corporate existence January 1, 2002.

FOURTH: The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business For which the corporation may be incorporated under the provisions of the Florida Business Corporation Act.

FIFTH: The aggregate number of shares which the corporation shall have authority to issue is ONE THOUSAND (1,000) SHARES of capital stock, \$.001 par value each.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is ONE (1) and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor is elected and qualified is:

ERIC TANG 3269 AYRSHIRE STREET JACKSONVILLE, FL 32226 SEVENTH: The name and address of the incorporator is:

ERIC TANG
3269 AYRSHIRE STREET
JACKSONVILLE, FL 32226

EIGHTH: The name and address of the initial registered agent and the initial registered office is:

ERIC TANG 3269 AYRSHIRE STREET JACKSONVILLE, FL 32226

NINTH: The mailing address and principal office of the corporation is:

FUTURENET USA, INC. 3269 AYRSHIRE STREET JACKSONVILLE, FL 32226

DATED: December 5, 2001

ERIC TANG
Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent of the corporation.

ERIC TANG