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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

DigitalNine Corporation

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$78.75

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

DigitalNine Corporation

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

DigitalNine Corporation

**5857 St. Anne's Way
Boca Raton, FL 33496**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100,000,000 Shares at No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Bruce K. Frcek
5857 St. Anne's Way
Boca Raton, FL 33496**

Prepared By:

**Bruce B. Hubbard
77 East John St.
Hicksville, New York 11801
1-516-935-3940**

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ARTICLES V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Bruce K. Freek
5857 St. Anne's Way
Boca Raton, FL 33496

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

21st day of Dec 2001.



Bruce K. Freek - Signature

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: DigitalNine Corporation

2. The name and address of the registered agent and office is:

Bruce K. Frcek

Name

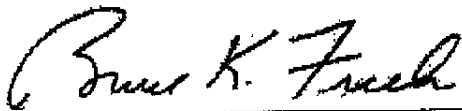
5857 St. Anne's Way

(P.O. Box or Mail Drop Box NOT Acceptable)

Boca Raton, FL 33496

(City / State / Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.



Bruce K. Frcek
SIGNATURE

12-21-01

(Date)

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