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Via Airborne Express
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Network Sector Technologies, Inc.

Gentlemen and/or Ladies:

I have enclosed an original and one copy of Amended and Restated Articles of Incorporation for the above referenced company along with the \$35.00 filing fee. Please file the originals and return a stamped copy to the undersigned at the address at the top of this letter.

Thank you for your assistance. If you have any questions, please do not hesitate to contact me.

Very truly yours,



Andrew E. Farber
For the Firm

FILED
02 APR -4 AM 9:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AEF/dk
enclosures

AEF
4/11/02

RESTATED AND AMENDED
ARTICLES OF INCORPORATION
OF
NETWORK SECTOR TECHNOLOGIES, INC.

FILED
02 APR -4 AM 9:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is Network Sector Technologies, Inc.

Article II - Commencement and Effectiveness of Restated and Amended Articles

The existence of this corporation has commenced upon the filing of its original Articles of Incorporation. These restated and amended Articles of Incorporation shall become effective upon the filing thereof with the Secretary of State of the State of Florida.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 50,000,000 shares of \$0.0001 par value common stock.

Article V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 20283 State Road 7, Suite 300, Boca Raton, Florida 33498 and the name and address of the initial registered agent is Deborah Hausman, 20283 State Road 7, Suite 300, Boca Raton, Florida 33498.

Article VI - Principal Office

The principal office and mailing address of this corporation shall be 20283 State Rd. 7, Suite 300, Boca Raton, Florida 33498.

Article VII - Board of Directors

This corporation shall have two directors . The number of directors shall be established by the bylaws and may be either increased or diminished from time to time as provided in the bylaws. The name and address of the directors are:

Kevin Waltzer
20283 State Rd. 7, Suite 300
Boca Raton, FL 33498

Paul Negroni
20283 State Rd. 7, Suite 300
Boca Raton, FL 33498

Article VIII - Incorporator

The name and address of the incorporator is: Deborah Hausman, 20283 State Road 7, Suite 300, Boca Raton, Florida 33498.

Article IX - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

Article X - Indemnification

Subject to the qualifications contained in Section 607.0850, Florida Statutes, this corporation shall indemnify its officers and directors and former officers and directors against expenses (including attorney's fees), judgments, fines and amounts paid in settlement arising out of his or her services as an officer or director of the corporation.

Article XI - Opt Out Provisions

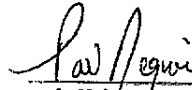
This corporation shall not be governed by the provisions contained in Sections 607.0901 and 607.0902, Florida Statutes, regarding Affiliated Transactions and Control Share Acquisitions.

Article XII - Amendment

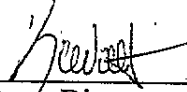
The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

The Company's Board of Directors and shareholders have unanimously approved and adopted the foregoing amendments and Restated Articles of Incorporation by written consent as of March 22, 2002, after said amendments and restated Articles of Incorporation had been unanimously recommended by the Board. The shareholder approval of the foregoing amended and restated Articles of Incorporation has been sufficient for approval of the same.

The undersigned, being the president and secretary of the corporation as well as the sole members of its board of directors, have executed these Restated and Amended Articles of Incorporation this 22nd day of March, 2002.



Paul Negroni, Director, President and
Secretary



Kevin Waltzer, Director