

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(904) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P020000031232

Netforce Solutions, Inc

500005139505--6
-03/21/02--01053--023
*****78.75 *****78.75

<input checked="" type="checkbox"/>	Art of Inc. File	SECRETARY OF STATE TALLAHASSEE FLORIDA	2002 MAR 21 PM 3:47	FILED
<input type="checkbox"/>	LTD Partnership File			
<input type="checkbox"/>	Foreign Corp. File			
<input type="checkbox"/>	L.C. File			
<input type="checkbox"/>	Fictitious Name File			
<input type="checkbox"/>	Trade/Service Mark			
<input type="checkbox"/>	Merger File			
<input type="checkbox"/>	Art. of Amend. File			
<input type="checkbox"/>	RA Resignation			
<input type="checkbox"/>	Dissolution / Withdrawal			
<input checked="" type="checkbox"/>	Annual Report / Reinstatement	DIVISION OF CORPORATION	02 MAR 21 PM 1:23	RECEIVED
<input type="checkbox"/>	Cert. Copy			
<input type="checkbox"/>	Photo Copy			
<input type="checkbox"/>	Certificate of Good Standing			
<input type="checkbox"/>	Certificate of Status			
<input type="checkbox"/>	Certificate of Fictitious Name			
<input type="checkbox"/>	Corp Record Search			
<input type="checkbox"/>	Officer Search			
<input type="checkbox"/>	Fictitious Search			
<input type="checkbox"/>	Fictitious Owner Search			
<input type="checkbox"/>	Vehicle Search			
<input type="checkbox"/>	Driving Record			
<input type="checkbox"/>	UCC 1 or 3 File			
<input type="checkbox"/>	UCC 11 Search			
<input type="checkbox"/>	UCC 11 Retrieval			
<input type="checkbox"/>	Courier			

Signature

Requested by: AW

3/21

Name

Date

Time

Walk-In

Will Pick Up

3/21/02

FILED

ARTICLES OF INCORPORATION

2002 MAR 21 PM 3:47

OF

SECRETARY OF STATE
TALLAHASSEE FLORIDA

NETForce Solutions, Inc.

THE UNDERSIGNED HEREBY MAKE, SUBSCRIBE, ACKNOWLEDGE AND
FILE THIS CERTIFICATE FOR THE PURPOSE OF BECOMING A CORPORATION
UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I: NAME

The name of this corporation is **NETForce Solutions, Inc.**

ARTICLE II: PURPOSE

This corporation may engage in any activity or business permitted under the laws
of the United States and of the State of Florida, including, but not limited to, designing,
installing, monitoring, and maintaining high speed wireless data, voice and video
networks.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1000 Shares of Stock of common stock of One Dollar and NO/100 (\$1.00) Dollars per share par value.

ARTICLE IV: DURATION

This corporation is to exist perpetually.

ARTICLE V: PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the corporation shall be located at 13815 Vacation Lane, Odessa, Pasco County, Florida 33556.

The name and street address of the initial registered agent of the corporation in the State of Florida is:

**WILLIAM TIMOTHY RIVERS
13815 Vacation Lane
Odessa, FL 33556**

The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) or more director(s) as provided by the By-Laws. Initially, this corporation shall have two (2) Directors, the name of whom are as follows:

<u>NAME</u>	<u>ADDRESS</u>
WILLIAM TIMOTHY RIVERS	13815 Vacation Lane Odessa, FL 33556
TERRI LYNN RIVERS	13815 Vacation Lane Odessa, FL 33556

ARTICLE VII: OFFICERS

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

<u>NAME AND OFFICE</u>	<u>ADDRESS</u>
WILLIAM TIMOTHY RIVERS President	13815 Vacation Lane Odessa, FL 33556
TERRI LYNN RIVERS Vice President, Secretary, Treasurer	13815 Vacation Lane Odessa, FL 33556

ARTICLE VIII: COMMENCEMENT OF CORPORATE EXISTENCE

The existence of this corporation shall commence upon filing with the Secretary of State's office.

ARTICLE IX: INDEMNIFICATION

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director against expenses (including attorneys' fees, including hourly charges for paralegals and other staff members operating under the supervision of an attorney, whether at trial or appeal), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, including any appeal thereof; provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

ARTICLE X: BY-LAWS

The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XI: AMENDMENT

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors and the Shareholders as specified under the laws of Florida.

ARTICLE XII: INCORPORATORS

The name and address of the incorporator of this corporation is:

NAME:

ADDRESS

WILLIAM TIMOTHY RIVERS

13815 Vacation Lane
Odessa, FL 33556

IN WITNESS WHEREOF, these Articles of Incorporation have been signed, as
Incorporator, by: **WILLIAM TIMOTHY RIVERS.**

Dated this 14 day of March, 2002.

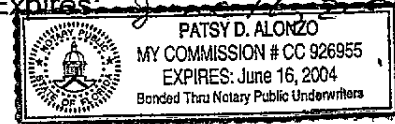


WILLIAM TIMOTHY RIVERS

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 14th day of March, 2002, by **WILLIAM TIMOTHY RIVERS**, who is personally known to me or who has produced a Drivers License as identification. *R 162-938-55-250-0*
Exp. 7-10-09

Printed Name: *Patsy D ALONZO*
Notary Public *Patsy D. Alonzo*
My Commission Expires: *June 16, 2004*
Serial Number:



FILED

2002 MAR 21 PM 3:47

SECRETARY OF STATE
TALLAHASSEE FLORIDA

**CERTIFICATE OF DESIGNATION REGISTERED
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **NETForce Solutions, Inc., a Florida corporation**

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

**WILLIAM TIMOTHY RIVERS
13815 Vacation Lane
Odessa, FL 33556**

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 statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


WILLIAM TIMOTHY RIVERS

3-15-02

(Date)