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TRANSMITTAL LETTER

FILED

02 APR -1 AM 8:34

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
000005179150--7
-04/01/02--01087--006
*****78.75 *****78.75

SUBJECT: CLOCK NET INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: MONICA CABANILLAS
Name (Printed or typed)

15610 SW 147 AVE
Address

MIAMI, FL 33187
City, State & Zip

305 905 1455
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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SECRET
TALLAHASSEE STATE
FLORIDA

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of this Corporation shall be **CLOCK NET INC.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be: 15610 SW 147 Avenue, Miami, Florida 33187.

ARTICLE III PURPOSE

The general nature of the business to be transacted by this Corporation is provide consulting services in data processing to businesses. The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the Corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporate objectives expressed above.

ARTICLE IV SHARES

The maximum number of shares of capital stock authorized to be issued by this Corporation shall be 1000 shares, each having a par value of \$1.00 of said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock might be paid for in cash. All stock issued shall be fully paid for and shall be non-assessable.

ARTICLE V INITIAL DIRECTORS

The names and addresses of the Directors is as follows:

Monica Cabanillas	15610 S.W. 147 Avenue, Miami, FL 33187
Oscar Cabanillas	15610 S.W. 147 Avenue, Miami, FL 33187
Lourdes Cabanillas	15610 S.W. 147 Avenue, Miami, FL 33187
Luly Cabanillas	15610 S.W. 147 Avenue, Miami, FL 33187
Katy Cabanillas	15610 S.W. 147 Avenue, Miami, FL 33187

The members of the first Board of Directors, unless otherwise provided by the by-laws, shall hold office for the first year of the existence of the Corporation or until their successors are elected or appointed and have qualified.

ARTICLE VI REGISTER AGENT

The name and Florida street address of the register agent is:

Monica Cabanillas
15610 SW 147 Avenue, Miami, FL 33187

ARTICLE VII INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

Oscar Cabanillas
15610 S.W. 147 Avenue
Miami, FL 33187

Katy Cabanillas
15610 S.W. 147 Avenue
Miami, FL 33187

The undersigned incorporators have executed these Articles of Incorporation this 1st of April, 2002.

Basavilla D no 0

Kelly Schmitt

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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 DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is CLOCK NET INC.
2. The name and address of the registered agent and office is:

MONICA CABANILLAS
(NAME)

15610 S.W. 147 AVE.
(P. O. Box or Mail Drop Box NOT ACCEPTABLE)

MIAMI, FL 33187
(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 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.

Monica Cabanillas
(SIGNATURE)

04/01/02
(DATE)