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CAPITAL CONNECTION, INC.

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

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ARTICLES OF INCORPORATION OF

ALLNET CONNECTIONS, INC.

THE undersigned subscriber to these Articles of Incorporation is competent to contract, and hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation is:

ALLNET CONNECTIONS, INC.

ARTICLE II Nature of Business

The general nature of business to be transacted by this corporation is: Any business or business activity permitted under the laws of the State of Florida and the United States.

ARTICLE III Capital Stock

The maximum number of shares this corporation is authorized to have outstanding at any one time is 100 shares of common stock with a par value of one dollar (\$1.00) per share.

ARTICLE IV

Term of Existence

The corporation shall exist perpetually.

ARTICLE V

Registered Office and Agent

The street address of the Registered Office of this corporation in the State of Florida is:

900 E. Indiantown Road, Suite 305 Jupiter, FL 33477

The Registered Agent of the corporation at the corporation's Registered Address is:

Barry W. Taylor, Esquire

ARTICLE VI

Principal Corporate Office

The principal corporate office is:

1095 Jupiter Park Drive, Suite 11 Jupiter, FL 33458

ARTICLE VII

Directors

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time, by the Bylaws adopted by the stockholder(s), but shall never be less than one.

ARTICLE VIII

Initial Director

Robert Levie

The name(s) and address of the members of the first Board of Directors are:

Robert Levie 1095 Jupiter Park Drive Jupiter FL 33458

ARTICLE IX

Incorporator

The name and address of the incorporator of these Articles of Incorporation is:

Robert Levie 1095 Jupiter Park Drive Jupiter, FL 33458

ARTICLE X Amendment

These Articles of Incorporation may be amended in the manner provided by law.

Every Amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon.

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this ______ day of February 2004.

Robert Levie

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this day of February 2004, by Robert Levie, as incorporator of the foregoing described Articles of Incorporation (who is personally known to me)or who produced NA as identification and who did not take an oath.

Notary Public

MARILYN R. GREEN MY COMMISSION & DD 258179 EXPIRES: October 31, 2007 Bonded Thru Budget Notary Services

DESIGNATION OF REGISTERED AGENT

AND

ACCEPTANCE OF DESIGNATION

In compliance with Section 607.034, Florida Statutes, the following is submitted:

That ALLNET CONNECTIONS, INC., desiring to organize or qualify under the laws of the State of Florida, with its registered office located at 900 E. Indiantown Road, Suite 305, Jupiter, Florida 33477, has named BARRY W. TAYLOR as its agent to accept service of process within Florida.

Robert Levie

Title: President

Date: 2-6-04

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Barry W. Taylor

Date: