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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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LAW OFFICES  
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GARY R. SASLAW  
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June 7, 2006

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: BrittonNet, Inc.

Gentlemen:

Please find enclosed 2 executed originals of the Articles of Incorporation of BrittonNet, Inc. I have also enclosed a check in the amount of \$78.75 to cover the following:

Filing Articles of Incorporation . . . . .	\$ 35.00
Designation of Registered Agent . . . . .	35.00
Certified Copy Fee . . . . .	<u>8.75</u>
TOTAL . . . . .	\$78.75

Please return a certified copy of the Articles of Incorporation in the envelope provided for your convenience. If you should have any questions, please feel free to contact me.

Sincerely yours,

GARY R. SASLAW, P.A.

Gary Saslaw

ckl:gs

Enclosures

Copy to: Mr. Christopher Britton

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
BRITTONNET, INC.**

**ARTICLE 1**

**Name**

The name of this Corporation shall be BrittonNet, Inc.

**ARTICLE 2**

**Principal Office**

The principal place of business and mailing address of the corporation shall be 681 South Orem Boulevard, #14, Orem, Utah 84058.

**ARTICLE 3**

**Purpose**

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

**ARTICLE 4**

**Capital Stock**

The authorized capital stock, the par value thereof, and the class of such stock shall be as follows:

<u>NUMBER OF SHARES</u> <u>AUTHORIZED</u>	<u>PAR VALUE</u> <u>PER SHARE</u>	<u>CLASS OF</u> <u>STOCK</u>
7,500	\$1.00	Voting Common

**ARTICLE 5**

**Preemptive Rights**

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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## **ARTICLE 6**

### **Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 20801 Biscayne Boulevard, Suite 304, Aventura, Florida 33180-1422 and the name of the initial registered agent of this Corporation at that address is Gary R. Saslaw, Esq.

## **ARTICLE 7**

### **Initial Board of Directors**

The names and addresses of the initial directors of this Corporation are:

Christopher Britton  
681 South Orem Boulevard, #14  
Orem, Utah 84058

The number of directors may be either increased or diminished from time to time as provided for by the By-Laws but shall never be less than one.

## **ARTICLE 8**

### **Incorporator/Subscriber**

The names and addresses of the persons signing these articles are:

Christopher Britton  
681 South Orem Boulevard, #14  
Orem, Utah 84058

## **ARTICLE 9**

### **By-Laws**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

## **ARTICLE 10**

### **Indemnification**

The Corporation shall indemnify, or advance expense to, to the fullest extent authorized or permitted by the Florida General Corporation Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he (i) is or was a director of the Corporation; (ii) is or was serving at the request of the Corporation as a director of another corporation; (iii) is or was an officer of the Corporation, provided that he is or was at the time a director of the Corporation; or (iv) is or was serving at the request of the Corporation as an officer of another corporation, provided that he is or was at the time a director of the Corporation or a director of such other corporation, serving at the request of the Corporation. Unless otherwise expressly prohibited by the Florida General Corporation Act, and except as otherwise provided in the foregoing sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact that he is or was an officer, employee or agent of the corporation. No person falling within the purview of the foregoing sentence may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

## **ARTICLE 11**

### **Amendment**


This 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.

**IN WITNESS WHEREOF**, the undersigned Incorporator/Subscriber has executed these Articles of Incorporation this 31 day of May, 2006.

  
\_\_\_\_\_  
**Christopher Britton,**  
Incorporator/Subscriber

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.

Dated: June 7, 2006

  
\_\_\_\_\_  
Gary R. Saslaw, Registered Agent

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