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NO. 438 P. 1 of 1

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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : 120000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

Kimberly J. 2949

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

ED-NET ENTERPRISES, INC.

| | |
|-----------------------|---------|
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**ARTICLES OF INCORPORATION OF
ED-NET ENTERPRISES, INC.**

ARTICLE I

NAME

The name of this Corporation shall be:

ED-NET ENTERPRISES, INC.

ARTICLE II

PURPOSE

This Corporation is organized for the purpose of **EXPORT**
and transacting any and all lawful business.

ARTICLE III

CAPITAL STOCK

Corporation is authorized to issue 3000 shares of \$ 1 par value common stock.

ARTICLE IV

INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of this Corporation is:

**256 CONSERVATION DRIVE
WEBSTON, FL 33327**

and the name of the initial registered agent of this Corporation
at the above address is:

ILSE A. BARROS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE V

DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial directors of this Corporation is:

ILSE A. BARROS

EDUARDO E. PINEIRO

256 CONSERVATION DRIVE

256 CONSERVATION DRIVE

WESTON, FL 33327

WESTON, FL 33327

ARTICLE VI

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

ILSE A. BARROS

256 CONSERVATION DRIVE

WESTON, FL 33327

ARTICLE VII

INDEMNIFICATION

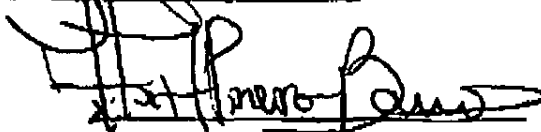
The Corporation shall indemnify any office or director or former director to the full extent permitted by law.

ARTICLE VIII

AMENDMENT

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

In witness whereof, the undersigned subscriber has executed these Articles of Incorporation on this 14th day of April, 2008.

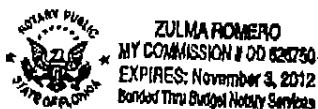


State of Florida
County of Broward

I hereby certify that on this 14th day of April, 2008, **ILSE A. BARROS** appeared before me, the undersigned authority, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same, freely and voluntarily for the purpose therein expressed.


Notary Public

Seal:



**CERTIFICATE DESIGNATION
PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA.**

NAMING AGENT UPON WHICH PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

ED-NET ENTERPRISES, INC.

desiring to organize or qualify under the laws of the State of Florida,

with its principal place of business in the city of **WESTON**

has named **ILSE A. BARROS**

located at **266 CONSERVATION DRIVE,
WESTON, FL 33327**

as its agent to accept service of process within Florida.

Corporate officer x 

Title President

Date x 4/14/09

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.

Corporate officer x 

Date x 4/14/09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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