P9500000 5875

DAVID W. POPICK

ATTORNEY AT LAW 1041 TUSCANY PLACE WINTER PARK, FLORIDA 32789-1017

TELEPHONE (407) 644-2892
ADMITTED TO PRACTICE IN FLORIDA AND NORTH CAROLINA

January 17, 1995

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

Re: Articles of Incorporation for Inet Marketing, Inc.

To Whom it May Concern:

Enclosed herewith for filing please find Articles of Incorporation for Inet Marketing, Inc. It is signed in blue ink. A copy of the Articles is also enclosed.

Also enclosed is a Certificate of Designation Registered Agent/Registered Office.

Enclosed is my check in the amount of \$70 for the filing fee.

Please stamp the enclosed copy with your filing stamp and return it to me.

The above corporate name was reserved by me under reservation number R9400006089, effective on December 23, 1994, and was confirmed to me by your letter dated December 23, 1994, bearing letter number 794A00054303.

Very truly yours,

David W. Popick

DWP/rm enclosures (4)

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ARTICLES OF INCORPORATION

OF

INET MARKETING, INC.

The undersigned, acting as incorporators of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is INET MARKETING, INC.

ARTICLE II

The period of duration of the corporation is perpetual.



ARTICLE III

The purpose or purposes for which the corporation is organized are to engage in a general mercantile business using computer and computer related hardware, software and The Internet, including but not limited to creating, sending and receiving materials over various modes of dissemination, and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Fiorida corporation laws or by other law, or by these articles of incorporation, and to carry out said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district or possession of the United States, or by the foreign country.

ARTICLE IV

The street address of the initial principal office of the corporation is 1043 Palm Cove Drive, Orlando, Florida 32835. The initial mailing address of the corporation is 1043 Palm Cove Drive, Orlando, Florida 32835.

ARTICLE V

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 100,000 shares of common stock without par value. All shares issued shall be fully paid and non-assessable.

ARTICLE VI

The street address of the initial registered office of this corporation is 1041 Tuscany Place, Winter Park, Florida 32789. The name of the initial registered agent at that office is David W. Popick.

ARTICLE VII

The names and addresses of the incorporators are Charles T. Manley, Jr. and Christopher D. Alexander, 1043 Palm Cove Drive, Orlando, Florida 32835.

ARTICLE VIII

The following are the names and addresses of the individuals who are to serve as the initial directors: Charles T. Manley, Jr. and Christopher D. Alexander, 1043 Palm Cove Drive, Orlando, Florida 32835.

ARTICLE IX

This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time as provided in the By-Laws, but shall never be less than one.

The undersigned incorporators have signed these Articles of Incorporation this 14^{176} day of January, 1995.

Charles T. Manley, Jr., Incorporator

Christopher D. Alexander, Incorporator

STATE OF FLORIDA)

) SS: COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this day of January, 1995 by CHARLES T. MANLEY, JR. and CHRISTOPHER D. ALEXANDER, incorporators, who are personally known to me or who have produced Florida driver's licenses as identification.

David W. Popick, Notary Public

State of Florida

#CC 352506

#CC 352506

#CC 352506

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 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 INET MARKETING, INC.
- 2. The name and address of the registered agent and office is:

David W. Popick 1041 Tuscany Place Winter Park, Florida 32789-1017

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.

SIGNATURE

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January 14 (995

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1995 JAN 19 AN 1: 20

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· PLEASE READ	ALL INSTRU	JCTIONS	BEFORE	COMPLET	ING THIS FOR	4.46 E.50	
APPLICATION FOR ABEINSTATEMENT	Sa S€	EPARTME ndra B. Mo ecretary of to on or conpo	State (SECRETAR VISION OF	LED 4/2/ Y OF STATE CORPORATIONS	7	
DOCUMENT # P95000005	875			96 SEP 18	PM 1: 33		
INET MARKETING, INC.					ອເມີນ -10/01/96	119611 -01124-00)당 ((
1043 Palm Cove Drive Orlando, FL 32835	Orlando	alm Cov			8000 0 -10/01/96	00 ****379 01:36311 0112400 75 *******	55 19
If above addresses are incorrect in any way, line thro New Principal Office Address, If Applicable	New Mailing Address, If Applicable			4. Date Incorp	DO NOT WRITE IN THIS oruted or Qualified	SPACE	
Suite, Apt. #. etc.	Suite, Apt. #, etc.		<u></u>	Janu 5. FEI Number	ness in Florida ary 19, 199	7	
City & State City & State					296436	Applied Not Appl	
Zip Country	Zip	Countr	у	6.		8-75 Address of the	
7. Names and Street Addresses of Each Officer and/o	l or Director (Florida n	onprofit corpora	itions must list at lea	ast 3 directors)		·	
Title(s) Name of Officers and/or Directors	3	Oli	eet Address of Each icer and/or Director se Post Office Box f	•	City /	State / Zip	
D Charles T. Manley V S D Christopher D. Al					Orlando,		
8. Name and Address of Current Registered Agent			Name and Address of New Registered Agent Name				
David W. Popick			Street Address (P.O. Box Number is Not Acceptable)				
1041 Tuscany Place Winter Park, FL 32789			Surie, Apt. W, Etc.				
			City State Z Code				
10. I. being appointed the registred agent of the above Signature of Registered Agent David W. Popfic	e named corporation	and a	h and accept the ob	oligations of Section		y-96	
Does this corporation pay as Dept. of Revenue under S. 1	ny intangible	tax to the	e ites. Yes [□ № 🕱	(See other s	ide for information ang ble tax.)	
12 I do nereby certify that the information supplied will lease the Division of Corporations from any liability certify that I am a officer or director or the receive this reinstatement application the reason for disso lees owed by the corporation have been paid. This under oath	th this filing is volunt of non-compliance ver or or trustee empower litting has been alim	anly furnished a with Section 119 ered to execute	nd does not qualify 07(3)(k) in the eve this application as	for the exemption nt that the informa provided for in ch.	stated in Section 119.07(5 thon supplied is deemed ex apter 607 or 617, F.S. I fur	i)(k), Florida Statutes empt from public acc fler certify that when	ess. filinç

SIGNATURE: SCHATURE AND TYPED OF PRINTED NAME OF SIGNING OFFICER OR MECTOR

7/14/94 (407) 298-1666
Dayling Phone #

DAVID W. POPICK ATTORNEY AT LAW OF CHICAN SEP-107 SLENO (677449092 OF PRACTICE IN FLORIDA AND NORTH CAROLINA

September 4, 1996

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

900001943409 -09/10/96--01104--027 ******35.00 *****35.00

Re: Amendment to Articles of Incorporation of Inet Marketing, Inc.; Document No. P95000005875

To Whom it May Concern:

Enclosed are the following:

- 1. Articles of Amendment to Articles of Incorporation of Inet Marketing, Inc., together with a copy.
- 2. My check in the amount of \$35.

Please file the original document and return the copy to me showing the date and time of filing.

Very truly yours,

David W. Popick

DWP/rm

enclosures (3)



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

September 17, 1996

DAVID W. POPICK 1041 TUSCANY PLACE WINTER PARK, FL 32789-1017

SUBJECT: INET MARKETING, INC. Ref. Number: P95000005875

We have received your document for INET MARKETING, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

In order to file your document, the subject entity must first be reinstated.

The balance due to reinstate will be \$375.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call

Carol Mustain Corporate Specialist

Letter Number: 696A00043009

October 4, 1996

The corporation has been reinstated and you have received the fee for filing this Articles of Amendment. Please send me the copy showing DIVISION OF CORPORATIONS

Sincerelly,

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF AMENDMENT TO

ARTICLES OF INCORPORATION OF

INET MARKETING, INC.

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, filed on January 19, 1995 as Document Number P95000005875:

FIRST:

The name of this corporation is INET MARKETING, INC.

SECOND: The following amendment to the Articles of Incorporation: ARTICLE V of the Articles of Incorporation: ARTICLE V of the Articles of Incorporation: ARTICLE V of the Articles of Incorporation: 文字

ARTICLE V

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is Ten Million (10,000,000) shares of common stock without par value. All shares issued shall be fully paid and non-assessable.

THIRD: The amendment was adopted by the Board of Directors on the 24th day of August, 1996.

FOURTH: The amendment was approved by the sole shareholder of the corporation on the 24th day of August, 1996.

DATED: September 1 . 1996.

INET MARKETING, INC., a Florida corporation

Charles T. Manley, Jr., President

STATE OF FLORIDA

SS:

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this <u>lst</u> day of <u>September</u>, 1996 by CHARLES T. MANLEY, JR., President of INET MARKETING, INC., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced a Florida driver's license as identification.

David W. Popick, Notary Public,

State of Florida



APPROVED AND FILED

DAVID W. POPICK

ATTORNEY AT LAW 1041 TUBCANY PLACE WINTER PARK, FLORIDA 32789-1017

Augus 8, 1997 O State

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

Re: Amendment to Articles of Incorporation of Inet Marketing, Inc.; Document No. P95000005875

To Whom it May Concern:

Enclosed are the following:

300002262743---1 -08/11/97--61930--008 *****35.00 \(\cdot\)***35.00

- 1. Articles of Amendment to Articles of Incorporation of Inet Marketing, Inc., together with a copy.
- 2. My Client's check in the amount of \$35.

Please file the original document and return the copy to me showing date and time of filing.

Very truly yours,

David W. Popick

DWP/rm

enclosures (3)

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

INET MARKETING, INC.

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, filed on January 19, 1995 as Document Number P95000005875:

FIRST:

The name of this corporation is INET MARKETING, INC.

SECOND: The following amendment to the Articles of Incorporation was adopted by the corporation: Article I of the Articles of Incorporation is repealed and replaced by the following:

ARTICLE I

The name of the corporation is ACTIVE MIND, INC.

THIRD: The amendment was adopted by the Board of Directors on the 7th day of August, 1997.

FOURTH: The amendment was approved by the sole shareholder of the corporation on the 7th day of August, 1997.

INET MARKETING, INC., a Florida corporation

Charles T. Manley, Jr., President

STATE OF FLORIDA)

) SS:

COUNTY OF ORANGE)

David W. Popick, Notary Public,

State of Florida

CC 352506

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APAROVE ANOVE