

# P95000009831

FILED

FEB - 1 1995

AMERINET / BRADLEY P. DIETZ  
1900 SAN SOUCL BLVD, #324  
N. MIAMI, FL 33181

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (If known):

- 1. Amerinet / 1110  
(Corporation Name) (Document #)
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

FEB 6 1995 BSB

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION

OF

AMERINET, INC.

FILED

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TALLAHASSEE, FL

The undersigned incorporator to these Articles of Incorporation, a Florida corporation, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. CORPORATE NAME

The name of the corporation is:

AMERINET, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws in the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One Hundred (100) shares of common stock, having a par value of One (\$1.00) Dollar per share.

Shares may be issued only for a consideration having value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and non-assessable.

The holders of common stock of the Corporation shall have the pre-emptive rights to subscribe for and purchase their proportionate share of any additional stock issued by the Corporation from and after issuance of the shares originally subscribed for by the shareholders of this Corporation whether such shares are to be issued for cash, property, services or any other consideration and whether or not such shares be presently authorized or to be authorized by subsequent amendment to these Articles of Incorporation.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V.        REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Initial Registered Agent and the street address of the Corporation in the State of Florida shall be:

Registered Agent:     Bradley P. Dietz  
  
Corporate Address:    1900 San Souci Boulevard  
                             Suite 324  
                             North Miami, Florida 33181

The Board of Directors may from time to time, move the Registered Office to any other address in the State of Florida.

ARTICLE VI.       BOARD OF DIRECTORS

This Corporation shall have (1) director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII.      INITIAL DIRECTOR

The name of the initial director of this Corporation and her street address is:

Meera D. Marrero  
1900 San Souci Boulevard  
Suite 324  
North Miami, Florida 33181

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII.    INCORPORATOR

The name and street address of the individual signing these Articles of Incorporation as the Incorporator is:

Bradley P. Dietz  
1900 San Souci Boulevard  
Suite 324  
North Miami, Florida 33181

ARTICLE IX. CONFLICT OF INTEREST

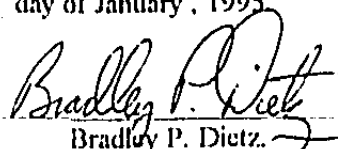
No contract between this Corporation and another corporation or another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Corporation may be the other individual or individuals contracting with this Corporation.

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 at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 26 day of January, 1995.

By:

  
Bradley P. Dietz



**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted,  
in compliance with said Act.

That AMERINET, INC., desiring to organize under the laws of the State of  
Florida, with its principal office, as indicated in the Articles of Incorporation, at  
1900 San Souci Boulevard, Suite 324, North Miami, Florida 33181, has named Bradley  
P. Dietz, located at 1900 San Souci Boulevard, Suite 324, North Miami, State of Florida,  
as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

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 agree to comply with the provisions of said Act relative to keeping open  
said office.

BY: Bradley P. Dietz  
Bradley P. Dietz

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1-1-83  
1900 SAN SOUCI BOULEVARD  
NORTH MIAMI, FLORIDA 33181