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P.02
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 2-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770

(((H95000004466))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: U.S. INTERNET, INC.
FAX AUDIT NUMBER: H95000004466 CURRENT STATUS: REQUESTED
DATE REQUESTED: 04/20/1995 TIME REQUESTED: 14:42:29
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Moetham
Secretary of State

April 21, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: U.S. INTERNET, INC.
REF: W95000008583

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The required electronic filing cover sheet was not submitted with the document. Please resubmit the document with this cover sheet.

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 (904) 487-6934.

Loria Poole
Corporate Specialist

FAK Aud. #: H95000004456
Letter Number: 095A00018843

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

6

ARTICLES OF INCORPORATION
OF
U.S. INTERNET, INC.

FILED
95 APR 21 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H9500000 4456

I, ROBERT D. CRAWFORD, being of legal age, do hereby sign these articles for the purpose of becoming a Corporation under the laws of the State of Florida authorizing the formation of Corporation.

These Articles of Incorporation are to be effective on the _____ day of _____, 19____. (If no date is inserted, these Articles are to be effective as of the date of filing with the Secretary of State).

ARTICLE I

The name of the Corporation shall be:

U.S. INTERNET, INC.

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

COMPUTER NETWORKING SERVICES

and to do any and all things and matters necessary and appertaining thereto and further enabling this corporation to engage in any activity or business permitted under the laws of the United States and of the Chapter 607 of the Florida Statutes and any successor or supplemental statute or authority; to purchase,

PREPARED BY:
COVEN & LANE, P.A.
5310 N.W. 33 AVE., SUITE 100
FT. LAUDERDALE, FL. 33309
David Coven
F1307 36 2174
305.

H9500000 4456

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held, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; capital stock owned by the corporation shall not be voted upon directly, nor counted as outstanding for the purpose of any stockholders' quorum or vote; and to do all acts and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes thereafter or before enumerated or incidental to the powers herein named, or which shall at any time appear conducive or expedient for the benefit or protection of the corporation, either as holders of, or interested in any property, or otherwise; and to exercise all of the powers which are now or may hereafter be conferred upon corporation generally by the laws of the state of Florida.

ARTICLE III

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

ONE MILLION (1,000,000) SHARES,
ONE CENT (\$.01) DOLLAR PAR VALUE,
COMMON STOCK

ARTICLE IV

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE V

The initial address of said corporation shall be :

5310 N.W. 33rd Ave., #100, Ft. Lauderdale, FL 33309

with the privilege of having its office and branch offices at other places within or without the State of Florida.

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ARTICLE VI

The number of Directors of this corporation shall be not less than one nor more than three, and the initial Board of Directors of this corporation shall be comprised of 1 member.

ARTICLE VII

The names and street addresses of the persons who are appointed to act as Directors until the first annual meeting of the stockholders or until their successors are elected and shall qualify are:

NAME	ADDRESS
ROBERT D. CARUTHERS	5310 N.W. 33rd Ave., #100 Ft. Lauderdale, FL 33309

ARTICLE VIII

The names and addresses of the person signing these Articles of Incorporation as a Subscriber and the number of shares each has agreed to purchase are as follows:

NAME	ADDRESS	NO. OF SHARES
ROBERT D. CARUTHERS	5310 N.W. 33rd Ave., #100 Ft. Lauderdale, FL 33309	1000

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon.

ARTICLE X

The address of the registered office of this corporation shall be:
5310 N.W. 33rd Ave., #100, Ft. Lauderdale, FL 33309

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ARTICLE XI

The corporation has designated as its Registered Agent, **WILLIAM D. CARPENTERS**, who is a resident of the State of Florida, and whose business office is the same as that of the registered office.

IN WITNESS WHEREOF, I, the undersigned, being the original subscriber to the capital stock hereinabove named, and for the purpose of forming a corporation pursuant to the corporation law of the State of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and do agree to take the number of shares of stock hereinabove set forth, and accordingly have hereunto set my hand and seal at Fort Lauderdale, Broward County, Florida, this 19th day of April, 1998.

Robert D. Canine (REAL)
ROBERT D. CANINE

STATE OF FLORIDA)
) ss.
COUNTY OF HENRY)

HERMAN ME, the undersigned authority, personally appeared ~~HERMAN D.~~
~~CHAMBERS~~, to me well known and known to be to be the individual described in
and who executed the foregoing Certificate of Incorporation, and acknowledged
before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at
Broward County, Florida, this 19th day of April, 1995.

NOTARY PUBLIC

My Commission Expires:



PATRICIA ANNE SHUPE
My Comm Exp. 10/01/95
Bonded By Service Inc
No. CC232842
1/1/95 11:00:44

ACKNOWLEDGMENT

Having been named as Registered Agent for the above-stated Corporation at the place designated in these Articles, I hereby accept to act in this capacity, and agree to comply with the provision of all applicable statutes relative to keeping open said office.

Robert D. Canuthers
 REGISTERED AGENT
 ROBERT D. CANUTHERS

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 95 APR 21 PM 1:02
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

P95000031411

U. S. Internet
5310 N.W. 33RD Avenue, STE. 100
FORT LAUDERDALE, FL. 33309

OFFICE USE ONLY

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TELETYPE UNIT
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

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

David Cantor GAVE
AUTHORIZATION BY PHONE TO
CORRECT *amend adopted by shareholder*
DATE *1/8/96*
DOC. EXAM *File*

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

Corporation
File
CR25031(10/92)

00789, 00663, 00671

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 7, 1995

U.S. INTERNET, INC.
5310 N.W. 33RD AVE.
SUITE 100
FT. LAUDERDALE, FL 33309

SUBJECT: U.S. INTERNET, INC.
Ref. Number: P95000031411

We have received your document for U.S. INTERNET, 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):

The application/form submitted does not meet the requirements of this office; please complete the attached application/form.

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 (904) 487-6902.

Linda Stitt
Corporate Specialist

Letter Number: 895A00053189

RECEIVED
96 JAN -3 AM 9:25
DIVISION OF CORPORATIONS

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
96 JAN -3 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

U S Internet, Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

- I President, Robert D. Cherruthers resigns as President and Director.
- II New President is appointed. David L. Cherruthers.
- III David L. Cherruthers appoints new board of directors consisting of
1. Daniel Thompson
 2. Jean Eastman
 3. David Cherruthers

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 11/28/93

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were
sufficient for approval by _____"
voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 13th of December, 19 98.

Signature Robert D. Carruthers
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Robert D. Carruthers

Typed or printed name

President

Title