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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
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TALLAHASSEE, FL 32399
FROM: EMPIRE CORPORATE KIT COMPANY
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MIAMI FL 33135-
CONTACT: RAY STORMONT
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ARTICLES OF INCORPORATION
OF
FAST CONNECTION, INC.

The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: FAST CONNECTION, INC. operating business at 3200 N.E. 25th Street, Fort Lauderdale, Florida, 33308.

ARTICLE II

NATURE OF BUSINESS

This corporation may engage in any lawful activity or business permitted under the laws of the State of Florida. The general nature of business objects and purposes to be transacted by this corporation are:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act

Roy L. Lucas, Esq.
305 S Andrews Avenue, #704
Ft. Lauderdale, FL 33301
FBN: 633925
(305) 761-7885

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within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute 607.014.

ARTICLE III

CAPITAL STOCK

The aggregate number of shares of capital stock which the corporation has authority to issue is 250 shares all of which shall be common stock with a par value of \$1.00 per share.

Shares of capital stock in this corporation shall be issued initially to the following persons in the amounts set opposite

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their names:

BERND ROHELACK	75%
COURTNEY STAMES	25%

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than \$250.00.

ARTICLE V

The post office address of the principal office of this corporation shall be 3200 N.E. 25th Street, Fort Lauderdale, Florida 33308 or at such other place as may hereafter be designated by the Board of Directors. The post office address of the registered office of this corporation shall be Suite 701, 305 South Andrews Avenue, Ft. Lauderdale, Florida 33301, or at such other place as may hereafter be designated by the Board of Directors. The registered agent of this corporation shall be ROY L. LUCAS, Esq., whose business address is and will be identical with the registered office of this corporation.

ARTICLE VI

This corporation shall have not less than two directors initially. The number of directors may increase or decrease from time to time by Bylaws adopted by the shareholders but shall never be less than one.

ARTICLE VII

The names and post office addresses of the subscribers to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
BERNARD ROERLACK	3200 N.E. 25th Street Fort Lauderdale, FL.
COURTNEY STAMES	3200 N.E. 25th Street Fort Lauderdale, FL.

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

Roy L. Lucas, Esq.
305 S Andrews Avenue
Suite 701
Ft. Lauderdale, FL 33301

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1st day of June, 1995.


ROY L. LUCAS, ESQ.

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ARTICLE IX

The names and post office addresses of the initial members of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
BERND ROHRACK	3200 N.E. 25th Street Fort Lauderdale, Fl.
COURTNEY STAMES	3200 N.E. 25th Street Fort Lauderdale, Fl.

ARTICLE X

PRE-EMPTIVE RIGHTS

Each shareholder of the corporation shall be entitled to full pre-emptive rights to acquire his proportional part of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire such shares, which may be issued at any time by the corporation.

ARTICLE XI

TERM OF EXISTENCE

This corporation shall have perpetual existence.

IN WITNESS WHEREOF, we have hereunto set our hands and seals

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at Ft. Lauderdale, Florida, this 15th day of June, 1995.

Bernard Rohrlack
BERND ROHRLACK

Courtney B. Stames
COURTNEY STAMES

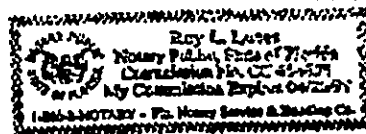
STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, this day personally appeared BERND ROHRLACK with Driver's License as identification, and COURTNEY STAMES with Driver's License as identification and to me well known to be the identical persons described in and who executed the attached Articles of Incorporation of FAST CONNECTION, INC., and they acknowledged before me that they signed and executed same for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Ft. Lauderdale, Florida on this 15th day of June, 1995.

[Signature]
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

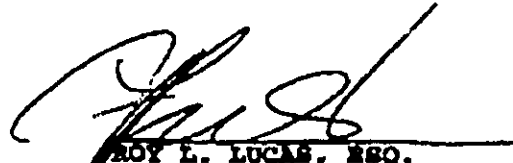
MY COMMISSION EXPIRES:



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REGISTERED AGENT

HAVING BEEN NAMED to serve as Registered Agent for FAST CONNECTION, INC., at Suite 701, 305 S Andrews Avenue, Ft. Lauderdale, Florida 33301, I hereby agree to act in this capacity and agree to comply with the provisions of Florida Statute relative to keeping said office open.


ROY L. LUCAS, ESQ.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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