

**P9500055586**

GREGORY H. FISHER  
ATTORNEY AT LAW

620 FIRST AVENUE NORTH  
ST. PETERSBURG, FLORIDA 33710

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July 11, 1995

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Worldnet Communications,  
Inc.

000001538040  
-07/14/95--01046--017  
\*\*\*\*122.50 \*\*\*\*122.50

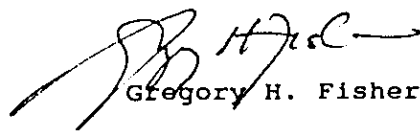
Gentlemen:

In reference to the above, I am transmitting herewith  
the following:

Original and one copy of the proposed charter;  
The Registered Agent Certificate;  
Check in the sum of \$122.50.

If satisfactory, please furnish this office with one  
certified copy of the charter. I believe the check enclosed  
is correct, if not, please advise and any sum due will be  
furnished promptly. Your assistance in this matter is  
appreciated.

Sincerely,

  
Gregory H. Fisher

GHF:df  
Enclosures

D. BROWN JUL 18 1995

ARTICLES OF INCORPORATION  
OF  
WORLDNET COMMUNICATIONS, INC.

ARTICLE I

NAME

The name of this corporation is Worldnet Communications, Inc.

ARTICLE II

DURATION

This corporation shall have perpetual existence.

ARTICLE III

PURPOSE

The purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States of America and of this State.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have at any one time is 7500 shares of one class of voting stock, each share of which shall have a par value of \$1.00 per share.

ARTICLE V

ADDRESS

The initial registered office of this corporation is 5520 First Avenue North, St. Petersburg, FL 33703. The name of the initial registered agent at such address is Gregory H. Fisher. The principal office of the corporation is 1101 39th Avenue NE, St. Petersburg, FL 33703.

ARTICLE VI

CAPITALIZATION

The amount of capital with which the corporation shall begin business shall be \$500.00.

ARTICLE VII

DIRECTORS AND OFFICERS

The number of directors of the corporation shall be 1 in number which may be increased by vote of the stockholders but shall never be less than one nor more than five. The name and address of each person who is to serve as a member of the Board of Directors and/or an officer and the number of shares subscribed by each, as set forth by their respective names, and who shall serve during the first year of the corporation's existence or until their successors are elected or appointed and qualified are as follows:

President/Director:

Joseph Logsdon  
1101 39th Avenue NE  
St. Petersburg, FL 33703                      Shares:500

ARTICLE VIII

SUBSCRIBERS

The names and address of the incorporator of this corporation is as follows:

Joseph Logsdon  
1101 39th Avenue NE  
St. Petersburg, FL 33703

ARTICLE IX

BY-LAWS

The by-laws of the corporation may be amended by a vote of the holders of two-thirds of the outstanding shares of the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation this 7th day of July, A.D., 1995.

Joseph Logsdon  
Joseph Logsdon

STATE OF FLORIDA

COUNTY OF PINELLAS

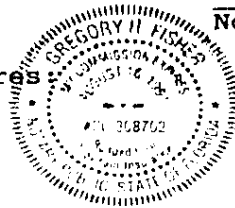
Before me personally appeared Joseph Logsdon, who is personally known to me or who produced the following type of identification: FLA D/K and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 7 day of July, A.D., 1995.

GREGORY H. FISHER  
Notary Public

GREGORY H. FISHER  
Notary Printed Name

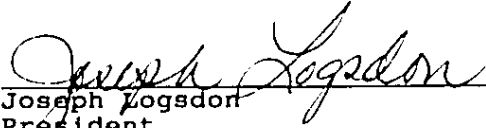
My Commission Expires



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


In Pursuance of Chapter 48.091, Florida Statute, the  
following is submitted in compliance with said Act:

That Worldnet Communications, Inc., desiring to  
organize under the laws of the State of Florida with its  
principal office, as indicated in the Articles of  
Incorporation, at the City of St. Petersburg, County of  
Pinellas, State of Florida, has named Gregory H. Fisher,  
5520 First Avenue North, St. Petersburg, County of  
Pinellas, State of Florida, as its agent to accept process  
within this state.

  
Joseph Logsdon  
President

ACKNOWLEDGEMENT:

Having been named to accept service of process for the  
above stated corporation, at place designated in this  
certificate, I hereby accept to act in this capacity, and  
agree to comply with the provisions of said Act relative to  
keeping open said office.

  
Gregory H. Fisher  
Registered Agent