

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

Subject: Sourcenet, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$70.00.

From: Joel Steven Friend
4455 S.W. 34th St., Apt. W122
Gainesville, FL 32608
(904) 335-8696

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*****70.00 *****70.00

7/20/95
JA

ARTICLES OF INCORPORATION OF SOURCENET, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE
NAME

The name of the corporation is Sourcenet, Inc.

ARTICLE TWO
PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 4455 S.W. 34th St., Apt. W122, Gainesville, FL 32608.

ARTICLE THREE
CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR
PURPOSE OR PURPOSES

The general puposes for which the corporation is organized are:

1. To engage in the business of providing special internet services.
2. To engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business.
3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE FIVE
CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is one million. Such shares shall be of a single class, and shall have a par value of one dollar per share.

ARTICLE SIX
CAPITAL STRUCTURE

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than 35 persons. Stock will be issued and transferred only to (i) natural persons, (ii) estates, or (iii) a trust defined in Section 1361(c)(2) (or its successor section) of the Internal Revenue Code. In addition, no stock shall be issued or transferred to a nonresident alien.

ARTICLE SEVEN
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the

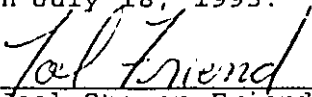
corporation in 4455 S.W. 34th St., Apt. W122, Gainesville, FL 32608, and the name of its initial registered agent at such address is Joel Steven Friend.

ARTICLE EIGHT
INCORPORATORS

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Joel Steven Friend	4455 S.W. 34th St., Apt. W122, Gainesville, FL 32608
Michael Jay Friend	4455 S.W. 34th St., Apt. W122, Gainesville, FL 32608
Corey Neil Maysles	3640-22 S.W. 20th Ave., Gainesville, FL 32607
Scott Allen Tacktil	3009 S.W. Archer Rd., Apt. C-2, Gainesville, FL 32608

Executed by the undersigned at 4455 S.W. 34th St., Apt. W122, Gainesville, FL 32608 on July 18, 1995.



Joel Steven Friend
signing as Incorporator

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 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 Sourcenet, Inc.
2. The name and address of the registered agent and office is:

Joel Steven Friend
4455 S.W. 34th St., Apt. W122
Gainesville, FL 32608

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.

Joel Steven Friend
Joel Steven Friend

7/18/95
Date

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL

SOURCENET, INC.


www.source-net.com

P.O. Box 16871
Ft. Lauderdale, FL 33318
(954) 747-3874
(888) WWW-9045

PA5000056188

August 1997
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

RE: SourceNet, Inc.

Please Change the Mailing Address from: P.O. Box 142262
Gainesville, FL 32614

New Mailing Address is as follows: P.O. Box 16871
Ft. Lauderdale, FL 33318

The physical address of 2606 NW 6th ST., Suite B, Gainesville, FL 32609 is no longer valid.

Sincerely,


Joel Friend

Keller
8/19