

995000059602

TRANSMITTAL LETTER

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL. 32314

400001551104
-08/01/95--01038--013
*****78.75 *****78.75

SUBJECT:

TROPICAL DIRECTNET INC.

ENCLOSED IS AN ORIGINAL AND ONE COPY OF THE ARTICLE OF
INCORPORATION AND A CHECK FOR: \$78.75

FROM:

CHARLENE MARKEY
2765 64TH. ST. S.W.
NAPLES, FL 33999
(941) 649-6589

8/2/95
(Signature)

8/5/95
(Signature)

ARTICLES OF INCORPORATION

THE UNDERSIGNED INCORPORATOR FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE 1

THE NAME OF THIS CORPORATION SHALL BE:

TROPICAL DIRECTNET INC

ARTICLE 2

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

2765 64TH ST. S.W.
NAPLES, FL 33999

ARTICLE 3

THE NUMBER OF SHARES THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

1000 SHARES COMMON STOCK

ARTICLE 4

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

RALPH J MARKEY
2765 64TH. ST. S.W.
NAPLES, FL. 33999

ARTICLE 5

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THE ARTICLES OF INCORPORATION IS:

CHARLENE MARKEY
2765 64TH. ST. S.W.
NAPLES, FL. 33999

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 17 DAY OF JULY, 1995.



CHARLENE MARKEY

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 STATEMENTS IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

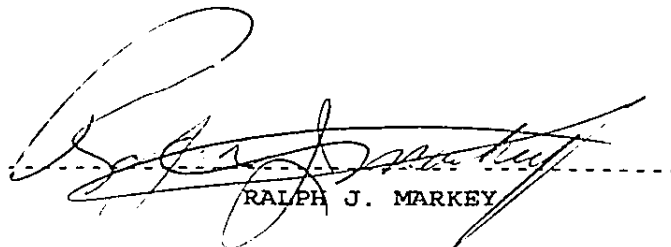
- 1) THE NAME OF THE CORPORATION IS:

TROPICAL DIRECTNET INC.

- 2) THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

RALPH J. MARKEY
2765 64TH. ST. S.W.
NAPLES FL 33999

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.


RALPH J. MARKEY