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FLORIDA DIVISION OF CORPORATIONS  
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FROM: ACE INDUSTRIES, INC.  
CONTACT: PAM FRIEDMAN  
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: ~~THE CORPORATE GROUP, INC.~~ **NET CORP. GROUP, INC.**  
AUDIT NUMBER.....H96000016368  
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CERT. OF STATUS..0  
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H96-16368

ARTICLES OF INCORPORATION  
OF  
NET CORP. GROUP, INC.

The undersigned files these Articles of Incorporation in order to form a Corporation under the Laws of the State of Florida.

ARTICLE I

The name of this corporation shall be NET CORP. GROUP, INC. The existence of this corporation shall commence upon the filing of these Articles of Incorporation and shall continue perpetually unless dissolved according to law.

ARTICLE II

The corporation is being organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida and the laws of the United States.

ARTICLE III

The authorized capital of this corporation shall consist of Ten Thousand Shares of common stock with par value of One (\$1.00) Dollar per share. All of the Stock will be payable in cash, real or personal property, or labor or services in lieu of cash, the valuation of any of the above to be fixed by the board of directors of this corporation.

ARTICLE IV

The address of the initial principal office and the name and address of it's registered agent shall be as follows:

JUAN AMENEIRO  
5050 N.W. 7TH ST. #416  
MIAMI, FL 33126

ARTICLE V

The initial board of directors of the corporation shall be composed of one person. The name and address of this corporation's directors are as follows:

JUAN AMENEIRO  
5050 N.W. 7th ST. #416  
MIAMI, FLORIDA 33126

ARTICLE VI

The name and address of the incorporator of this corporation is:

JUAN AMENEIRO  
5050 N.W. 7TH ST., #416  
MIAMI, FL 33126

ARTICLE VII

The corporation, by duly adopted action of the board of directors, may indemnify and insure its officers and directors to the extent now or hereafter, permitted by law.

PREPARED BY:  
ACE INDUSTRIES, INC.  
54 NW 11th Street  
Miami, FL 33136  
305-358-2571

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CLERK OF STATE  
TALLAHASSEE, FLORIDA


IN WITNESS WHEREOF, the undersigned, being the original incorporator of the above named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, pursuant to the laws of the State of Florida, does hereby execute and file these Articles, declares and certifies that the factors herein stated are true this 18th day of NOV. 1996.

  
JUAN AMENEIRO

STATE OF FLORIDA )  
COUNTY OF DATE )

Before me, a notary public authorized to take acknowledgements in the State and County above named, personally appeared JUAN AMENEIRO, known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 18th day of NOV. 1996

  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGO

MY COMMISSION EXPIRES:

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment of registered agent contained in the foregoing Articles of Incorporation.

  
JUAN AMENEIRO

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