

P96000011232

JAMES C. STEWART, JR.*
SUSAN J. STORTER
*ALSO ADMITTED IN GEORGIA

STEWART & STORTER
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SUITE 101
2121 COUNTY ROAD 951
GOLDEN GATE, FLORIDA 33999

January 30, 1996

DIVISION OF CORPORATIONS
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

RECEIVED TELETYPE
-02/01/96--01076--019
***\$122.50 ***\$122.50

RE: P & R INTERNET SERVICES, INC.

Dear Sir or Madam:

Enclosed herein please find articles of incorporation for the above referenced corporation. Also enclosed is my client's check in the amount of \$122.50 to cover the cost of filing and the cost of a certified copy of the filed articles.

Please also note that corporate existence of the corporation commences January 30, 1996.

Please file the foregoing articles and send a certified copy of the filed articles to me at the above address. I appreciate your assistance in this matter.

Sincerely,


James C. Stewart, Jr.

cc: Mr. Geoffrey Purse
Mr. James D. Richardson

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB -1 AM 9:49

gf 2/6/96

EFFECTIVE DATE

01/30/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 FEB -1 AM 9:49

ARTICLES OF INCORPORATION

OF

P & R INTERNET SERVICES, INC.,
a Florida corporation

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

P & R INTERNET SERVICES, INC.,
a Florida corporation

SECOND: The principal office or mailing address of the Corporation is:

202 North Circle Drive
Sebring, Florida 33870

THIRD: The aggregate number of shares that the Corporation is authorized to issue is SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock, the par value of each such share shall be ONE AND NO/100S DOLLARS (\$1.00). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

STEWART & STORTER, ATTORNEYS AT LAW
Suite 101
2121 County Road 951
Golden Gate, Florida 33999

and the name of the Corporation's initial registered agent at such address is:

JAMES C. STEWART, JR.

FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is TWO (2), and the names and addresses of the persons who are to serve as directors of the Corporation until the first annual meeting of the

shareholders of the Corporation, or until one or more successors have been elected and qualify, are as follows:

JAMES D. RICHARDSON
202 North Circle Drive
Sebring, Florida 33870

GEOFFREY PURSE
202 North Circle Drive
Sebring, Florida 33870

RECEIVED
STATE
SECRETARY
JAN 31 1996

SIXTH: The name and address of the sole incorporator is:

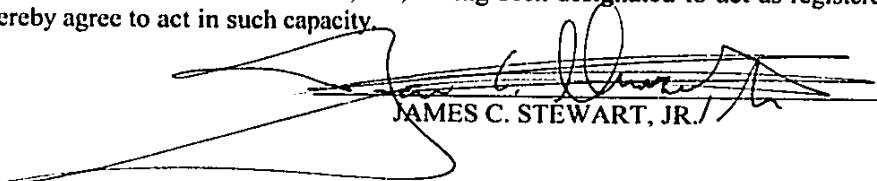
JAMES C. STEWART, JR., ESQUIRE
STEWART & STORTER, ATTORNEYS AT LAW
Suite 101
2121 County Road 951
Golden Gate, Florida 33999

SEVENTH: The corporate existence of the Corporation shall commence on January 30, 1996.

IN WITNESS WHEREOF, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the Florida Business Corporation Act, has executed these Articles of Incorporation, this 30th day of January, 1996.


James C. Stewart, Jr.
Sole Incorporator

I, JAMES C. STEWART, JR., having been designated to act as registered agent, hereby agree to act in such capacity.


JAMES C. STEWART, JR.