

P96000018584

RICHARD I. BLINDERMAN, P.A.
ATTORNEYS AT LAW

February 26, 1996

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, FL 32399

Via Federal Express
Airbill No. 8315959783

Re: **Instant Internet & More, Inc.**
Our File No. 253.01

Dear Sir or Madam:

600001725656
-02/27/96--01103--006
****122.50 ****122.50

Enclosed are the original and one copy of the Articles of Incorporation and the original and one copy of the Designation and Acceptance of Registered Agent for Instant Internet & More, Inc. Enclosed, as well, is our \$122.50 check for the following:

Certified Copy	\$ 52.50
Registered Agent Designation	35.00
Filing Fees	35.00
TOTAL	\$122.50

Upon your receipt and filing of the documents, please send me, at the address stated below on our letterhead, a certified copy of the Articles of Incorporation.

Thank you for your cooperation.

Sincerely,



Richard I. Blinderman

SN FEB 29 1996

FILED
06 FEB 27 AM 9:15
TALLAHASSEE, FLORIDA

RIB:sh

Enclosures
cc: Stuart Benavides

SEC-STAT.ART

**ARTICLES OF INCORPORATION
OF
INSTANT INTERNET & MORE, INC.**

FILED
26 FEB 27 AM 9:18
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation:

**ARTICLE I
Name**

The name of the Corporation is Instant Internet & More, Inc.

**ARTICLE II
Duration**

The term of existence of the Corporation is perpetual.

**ARTICLE III
Nature of Business**

The nature of the business to be conducted by the Corporation is:

1. To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act;
2. To engage in the provision of internet access and related services and products; and
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV
Capital Stock

The aggregate number of shares which the Corporation has authority to issue is one thousand (1000), all of which shall be common stock having a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE V
Preemptive Rights Granted

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase unissued or treasury stock of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury stock.

ARTICLE VI
Registered Office

The street address of the initial registered office of the Corporation is:
3109 Stirling Road, Suite 101
Ft. Lauderdale, Florida 33312

The name of the registered agent at such address is:

Richard I. Blinderman

ARTICLE VII
Principal Office

The initial street address of the principal office of the Corporation in the State of Florida is:

8249 N.W. 36th Street, Suite 206
Medley, Florida 33015

ARTICLE VIII
Directors

The initial board of directors of the Corporation shall consist of four members. Changes in the number of members comprising the board of directors shall be made by amendment to the Corporation's bylaws.

The names and addresses of the members of the first board of directors are:

NAME	ADDRESS
Stuart Benavides	8249 N.W. 36th Street, Suite 206 Medley, Florida 33015
Woody Graber	8249 N.W. 36th Street, Suite 206 Medley, Florida 33015
Roberto Cobar	8249 N.W. 36th Street, Suite 206 Medley, Florida 33015
Charles Citrin	8249 N.W. 36th Street, Suite 206 Medley, Florida 33015

ARTICLE IX
Incorporator

The name and address of the incorporator is:

NAME	ADDRESS
Richard I. Blinderman	3109 Stirling Road, Suite 101 Ft. Lauderdale, Florida 33312

ARTICLE X
Indemnification

The Corporation shall indemnify any officer or director to the full extent permitted by law.

ARTICLE XI
Reimbursement for Organizational and Certain
Other Preincorporation Expenses; Adoption of Contracts

The Corporation hereby adopts all contracts made on its behalf by the hereinbefore mentioned incorporator. The Corporation further authorizes its director to reimburse the hereinbefore mentioned incorporator for any and all expenses incurred on behalf of the Corporation, prior to its incorporation, and for any and all expenses incurred in the organization and formation of the Corporation. The director of this Corporation shall have the sole discretion to determine the expenses for which the hereinbefore mentioned incorporator shall be reimbursed.

ARTICLE XII
Right to Amend Articles of Incorporation

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any writing inferred upon the shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 26th day of February, 1996.

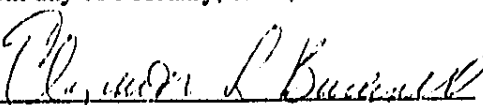

Richard I. Blinderman, Incorporator

STATE OF FLORIDA)
)SS
COUNTY OF BROWARD)

BEFORE ME, personally appeared Richard I. Blinderman to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed and who produced his Florida Driver's License as proof of identity.

Witness my hand and official seal this 26th day of February, 1996, in the aforesaid County and State.

My Commission Expires:


Notary Public

Commission Number

Printed Name of Notary



**CERTIFICATION OF DESIGNATION
OF
REGISTERED AGENT / REGISTERED OFFICE**

IN COMPLIANCE WITH SECTION 607.0501, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

INSTANT INTERNET & MORE, INC. DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL
PLACE OF BUSINESS LOCATED IN MEDLEY, FLORIDA, HAS NAMED
RICHARD BLINDERMAN, LOCATED AT, 3109 STIRLING ROAD, SUITE 101,
FT. LAUDERDALE, FLORIDA 33312, AS ITS AGENT TO ACCEPT SERVICE
OF PROCESS.

SIGNATURE: 

TITLE: Richard I. Blinderman, Incorporated

DATE: February 26, 1996

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 AGREE TO ACT IN THIS CAPACITY, AND I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: 

Richard I. Blinderman, Registered Agent

DATE: February 26, 1996

RICHARD I. BLINDERMAN, P.A.
ATTORNEYS AT LAW

P96000018584
March 6, 1996

Florida Secretary of State
Post Office Box 6327
Tallahassee, FL 32314

RECEIVED
03/11/96 11:04 AM
*****35.00 *****35.00

Re: Instant Internet & More, Inc.
Our File No. 253.01

Dear Sir or Madam:

Enclosed are an original and one copy of Articles of Amendment for the referenced Corporation. These Articles, among other things, change the mailing address of the Corporation to:

8249 N. W. 36th Street
Suite 206
Miami, Florida 33166

Please change the Department's records accordingly

Also enclosed is check #1109 in the amount of \$35.00 to cover filing fees.

Very truly yours,



Richard I. Blinderman

RIB/elb
Enclosures

SH 3/4
Amend.

RECEIVED
03/11/96 11:04 AM
*****35.00 *****35.00

253.01/marvecsl 6

**ARTICLES OF AMENDMENT
OF
INSTANT INTERNET & MORE, INC.**

The undersigned, as sole Incorporator of Instant Internet & More, Inc. (the "Corporation") adopted these Articles of Amendment at a special meeting held on March 1, 1996. The Incorporator made such amendments prior to the issuance of any shares of stock of the Corporation. These Articles of Amendment amend the Articles of Incorporation of Instant Internet & More, Inc. filed with the Florida Secretary of State on February 27, 1996.

ARTICLE I

The name of the Corporation is Instant Internet & More, Inc.

ARTICLE II

Article VII of the Articles of Incorporation shall be replaced in its entirety by the following:

**ARTICLE VII
Principal Office**

The initial street address of the principal office of the Corporation in the State of Florida is: 8249 N. W. 36th Street, Suite 206, Miami, Florida 33166.

ARTICLE III

Article VIII of the Articles of Incorporation of the Corporation shall be replaced in its entirety by the following:

**ARTICLE VIII
Directors**

The initial board of directors of the Corporation shall consist of four members. Changes in the number of members comprising the board of directors shall be made by amendment to the Corporation's bylaws.

NAME	ADDRESS
Stuart Benavides	8249 N. W. 36th Street, Suite 206 Miami, FL 33166
Roberto Cobar	8249 N. W. 36th Street, Suite 206 Miami, FL 33166
Woody Graber	8249 N. W. 36th Street, Suite 206 Miami, FL 33166
Richard I. Blinderman	8249 N. W. 36th Street, Suite 206 Miami, FL 33166

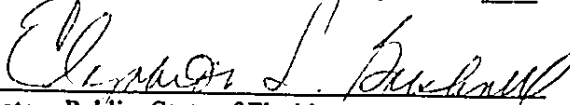
IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 6th day of March, 1996.


Richard I. Blinderman, Incorporator

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

THIS DAY before me, the undersigned authority, personally appeared RICHARD I. BLINDERMAN, Incorporator of INSTANT INTERNET & MORE, INC., a Florida corporation, who, after being by me duly sworn and cautioned to tell the truth, acknowledged that he executed the above and foregoing document freely and voluntarily and for the purposes therein stated, who produced his Florida Driver's License as proof of his identify and who took an oath.

WITNESS MY HAND and official seal in the aforesaid State and County on this 6th day of March, 1996.


Notary Public, State of Florida

