

P96000018636

TRANSMITTAL LETTER

TO:

Florida Department of State
Division of Corporations

FROM:

ClearNet Resources Corporation
2119 W. Cordelia St.
Tampa, FL 33607

300001725813
-02/27/96--01119--008
*****70.00 *****70.00

DEAR CORPORATIONS DIVISION:

Please find enclosed:

1. An Original Articles of Incorporation and one copy for the above named Corporation.
2. A certified check for \$ 70.00, \$ 35.00 to cover filing fees and \$ 35.00 for the Designation of Registered Office and Registered Agent.

A certified copy of the Articles of Incorporation is not requested.

FILED
95 FEB 27 AM 10:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

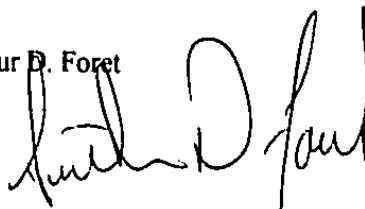
Please send stamped copy or Articles of Incorporation, responses or receipts concerning this filing to the above address.

Thank you very much.

Date: February 24, 1996

Name of Incorporator: Arthur D. Foret

Signature of Incorporator:



GB 2/29/96

**ARTICLES OF INCORPORATION
OF
ClearNet Resources Corporation**

Pursuant to Section 607 of the Florida Business Corporation Act, the undersigned Incorporator submits these Articles of Incorporation for the purpose of forming a for-profit Corporation.

Article 1. The name of the Corporation is:
ClearNet Resources Corporation

Article 2. The principal place of business and mailing address of this Corporation is:
**2119 W. Cordelia St.
Tampa, FL 33607**

Article 3. The Corporation is authorized to issue one class of stock, that being 1,000 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the Corporation.

Article 4. The name and address of the Corporation's initial Registered agent is:
**Arthur D. Foret
2119 W. Cordelia St.
Tampa, FL 33607**

Article 5. The name and street address of the Incorporator is:
**Arthur D. Foret
2119 W. Cordelia St.
Tampa, FL 33607**

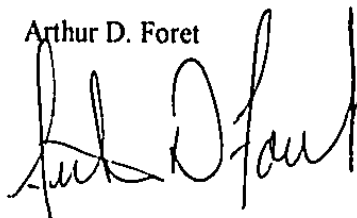
Article 6. No Director shall be held liable to the Corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

The undersigned Incorporator has executed these Articles of Incorporation on the date below. The undersigned Incorporator hereby declares, under penalty of perjury, that the statements made in the foregoing Articles of Incorporation are true, and that the Incorporator is at least eighteen years of age.

Date: February 24, 1996

Name of Incorporator: Arthur D. Foret

Signature of Incorporator:



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**CERTIFICATE OF DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT**

Pursuant to Section 607.0501 of The Florida Business Corporation Act, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office and Registered Agent, in the State of Florida.

1. The name and address of the Corporation's Registered Agent and Registered Office is:

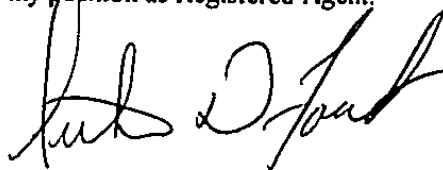
Arthur D. Foret

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Having been named as the 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.

Signature of Registered Agent:



Date of Signature: February 24, 1996