

P96000026540

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Subject: NETGAIN ASSET MANAGEMENT INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$70.00.

FROM: Zenon Siekirski
1604 Harvard Woods Drive
Apt. 2415
Brandon, FL 33511
(813) 661-9578

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3/26/96

FILED
96 MAR 20 AM 9:30
SEC. OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FILED

96 MAR 20 AM 9:30

SECRET
TALLAHASSEE, FLORIDA

The undersigned incorporator(s) for the purpose of corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be:

NETGAIN ASSET MANAGEMENT, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1604 Harvard Woods Drive, Apt. 2415, Brandon, FL 33511

ARTICLE III. SHARES

The corporation is authorized to issue one class of stock, that stock being 1000 of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the by laws of the corporation.

ARTICLE IV. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

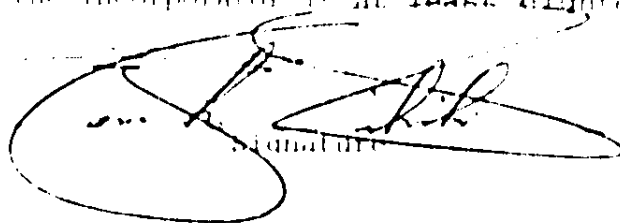
Zenon Siekirsi
1604 Harvard Woods Drive
Apt. 2415
Brandon, FL 33511

ARTICLE V. INCORPORATORS

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Zenon Siekirsi
1604 Harvard Woods Drive
Apt. 2415
Brandon, FL 33511

The undersigned incorporator has executed these Articles of Incorporation this 15 day of March, 1996. 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.


Signature

FILED

CERTIFICATE OF DESIGNATION OF 96 MAR 20 AM 9:30
REGISTERED AGENT/REGISTERED OFFICE
SEC. OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0901, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING
THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

1. The name of the corporation is: HETGAIN ASSET MANAGEMENT, INC.
2. The name and address of the registered agent and office is:

Zoran Pichirski
1694 Harvard Drive
Apt. 2415
Brandon, FL 33511

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.

Signature

3-15-96
Date