

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-0171
904-222-0391 FAX

000-342-8086



P96000030368

ACCOUNT NO. : 072100000032

REFERENCE : 910502 7107781

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 8, 1996

ORDER TIME : 11:31 AM

ORDER NO. : 910502

CUSTOMER NO: 7107781

CUSTOMER: Mr. Mark R. Oksa
MARK R. OKSA

14501 Nettle Creek Road

Tampa, FL 33624

40000001 772604
-04708736- -01063--021
***122.50 ***122.50

DOMESTIC FILING

NAME: NETCOM TECHNOLOGIES, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

FILED
96 APR -8 PM 12:29
RECEIVED
96 APR -8 PM 12:25
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

[Handwritten signature/initials]



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 9, 1996

MARK R. OKSA
14501 NETTLE CREEK ROAD
TAMPA, FL 33624

The name NETCOM TECHNOLOGIES INC. has been reserved for 120 days beginning February 9, 1996. The reservation number is R96000000711 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Becky McKnight

Letter number: 296A00005804

ARTICLES OF INCORPORATION
OF
NETCOM TECHNOLOGIES, INC.

FILED
8 APR -8 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be:

NetCom Technologies, Inc.

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation shall be:

14501 Nettle Creek Road
Tampa, Florida 33624

ARTICLE III

Business and Purposes

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

ARTICLE IV

Capital Stock

(a) The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 1,000,000

shares of common stock with a par value of \$1.00 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

(b) In the election of directors of this corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE V

Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE VI

Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 14501 Nettle Creek Road, Tampa, Florida 33624, and the initial registered agent of this corporation at such office shall be Mark R. Oksa. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE VII

Board of Directors

The Board of Directors of this corporation shall consist of not less than one (1) nor more than twenty-five (25) members, the exact number of directors to be fixed from time to time by the stockholders or the by-laws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the

Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

ARTICLE VIII

Initial Board of Directors

The initial Board of Directors of this corporation shall consist of 4 members, such members to hold office until their successors have been duly elected and qualify. The name and street address of each initial director are:

<u>N</u>	<u>a</u>	<u>m</u>
		<u>Address</u>
Mark R. Oksa		14501 Nettle Creek Road Tampa, Florida 33624
Mary Dee W. Oksa		14501 Nettle Creek Road Tampa, Florida 33624
Anthony S. Arena		1910 W. Crawford St. Tampa, Florida 33604
Al Metzger		251 Channel Drive Tampa, Florida 33606

ARTICLE IX

Incorporator

The name and street address of the incorporator making these Articles of Incorporation are:

<u>N</u>	<u>a</u>	<u>m</u>
		<u>Address</u>
Mark R. Oksa		14501 Nettle Creek Road

Tampa, Florida 33624

ARTICLE X

By-Laws

(a) The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation; provided, however, that any by-law or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu thereof may be adopted by the stockholders, and the stockholders may prescribe in any by-law made by them that such by-law shall not be altered, amended or repealed by the Board of Directors.

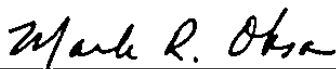
(b) The by-laws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.

ARTICLE XI

Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles for the uses and purposes therein stated.



Mark R. Oksa

NETCOM TECHNOLOGIES, INC.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, Mark R. Oksa, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 4th day of April, 1996.

Mark R. Oksa
Mark R. Oksa