

P96000042241

Mr. David B. Stedman
Post Office Box 1354
Naples, FL 33939

March 21, 1996

Department of State
Corporate Records/
Division of Corporations
Post Office Box 6327
Tallahassee, FL 42314

4000017596641
-03/27/96--01066--009
*****70.00 *****70.00

Re: QOOLNET, INC.

Dear Sir/Madam:

Enclosed are the original and one copy of the Articles of Incorporation for the above named corporation as well as a check for \$70 made payable to the Division of Corporations.

Please return to me the "filed" stamped copy in the envelope provided.

Your assistance in establishing the corporation to be known as QOOLNET, INC. is appreciated.

Respectfully,



David B. Stedman

789,608,706,671
w/96—7195

FILED
96 MAY 17 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BROWN MAY 17 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

April 3, 1996

DAVID B. STEDMAN
POST OFFICE BOX 1354
NAPLES, FL 33939

SUBJECT: QOOLNET, INC.
Ref. Number: W96000007195

We have received your document for QOOLNET, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The designation of the registered agent must be at a Florida street address.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6972.

Doris Brown
Document Specialist

Letter Number: 396A00015316

Mr. David B. Stedman
Post Office Box 1354
Naples, FL 33939
941-262-7809

March 21, 1996

Attn: Ms. Sandra B. Mortham

Department of State
Corporate Records/
Division of Corporations
Post Office Box 6327
Tallahassee, FL 42314

Re: QOOLNET, INC.
Reference # W96000007195

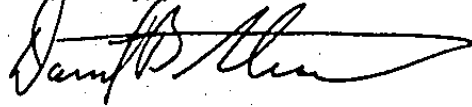
Dear Ms. Mortham:

Enclosed are the original and one copy of the revised Articles of Incorporation for the above named corporation according to your instructions in your letter of April 3, 1996, a copy of which is also enclosed.

Please return to me a "filed" stamped copy.

Your assistance in this matter is very much appreciated.

Respectfully,



David B. Stedman

*Articles of Incorporation
of
Qoolnet, Inc.*

FILED
56 MAY 17 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I

The name of the corporation shall be Qoolnet, Inc.

Article II

The period of duration of the corporation is perpetual.

Article III

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

Article IV

The aggregate number of shares which the corporation shall have authority to issue is ten hundred (100) shares of common stock of no par value each.

Article V

The corporation will not commence business until it has received, for the issuance of shares, consideration of the value of one thousand dollars (\$1,000.00) consisting of money, labor done or property actually received.

Article VI

The street address of its principal office is 2067 River Reach Drive, #402, Naples, FL 33942. The street address of its initial registered office is 2067 River Reach Drive, #402, Naples, FL 33942, and the name of its initial registered agent at such address is David B. Stedman.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


David B. Stedman, Registered Agent

Article VII

The number of directors constituting the initial board of directors is one (1), and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until his successor is elected and qualified is:

David B. Stedman

Post Office Box 1354
Naples, FL 33939

Article VIII

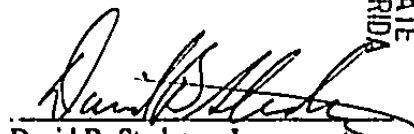
The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

Article IX

The name and address of each incorporator is:

Name
David B. Stedman

Address
Post Office Box 1354
Naples, FL 33939


David B. Stedman, Incorporator

FILED
96 MAY 17 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA