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networks

THE VIEW HOLD ACCOUNT NO. : 072100000032

REFERENCE : 961271 11960A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE: May 21, 1996

ORDER_TIME : 11:45 AM

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CUSTOMER NO:

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LLI CUSTOMER: G.F. **(**\)

W. Kevin Russell, Esq

WILKINS FROHLICH JONES HEVIA

RUSSELL & SUTTER, P.A.

¥ JIVISION LL.I 2

sixth Floor

18501 Murdock Circle

Port Charlotte, FL 33948

DOMESTIC FILING

NAME:

STUFF BY NET CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:

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96 MAY 21 PH 3143

ARTICLES OF INCORPORATION

OF

STUFF BY NET CORP.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, does hereby sign and direct these articles to be delivered to the Department of State, State of Florida for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE 1. - NAME

The name of this corporation is STUFF BY NET CORP.

ARTICLE 2. - DURATION OF CORPORATE EXISTENCE

This corporation shall exist perpetually.

ARTICLE 3. - PURPOSES

The general purposes for which this corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

ARTICLE 4. - CAPITAL STOCK

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time is 100,000 shares of common stock having a par value of \$1.00 per share. There shall be no other type or class of stock.

ARTICLE 5. - ADDRESS AND REGISTERED AGENT

The street address of the initial registered office of this corporation shall be 115 Breakers Court, Punta Gorda, Florida 33950. The name of the initial registered agent at such address is STANLEY S. FULWILER.

ARTICLE 6. - DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time by bylaws adopted by the shareholders, but shall never be less than one nor more than nine.

WILKINS, PROHLICH, JONES, HEVIA, RUSSELL & SUTTER PROFESSIONAL ASSOCIATION ATTORNEYS AT LAW

PORT CHARLOTTE, PLORIDA

ARTICLE 7. - INITIAL DIRECTOR

The name and post office address of the initial director is:

NAME

ADDRESS

STANLEY S. FULWILER

115 Breakers Court punta Gorda, FL 33950

ARTICLE 8. - INCORPORATOR

The name and post office address of the incorporator of this corporation is:

NAME

ADDRESS

STANLEY S. FULWILER

115 Breakers Court punta Gorda, FL 33950

ARTICLE 9. - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

subscribed his name and affixed his seal this 13 day of 1996.

Witnesses:

Mary F. Fulinle

tanley S. Fulwile

WILKINS, FROHLICH, JONES, HEVIA, RUSSELL & SUTTER PROFESSIONAL ASSOCIATION ATTORNEYS AT LAW

PORT CHARLOTTE, FLORIDA

STATE OF FLORIDA: COUNTY OF CHARLOTTE:

WITNESS my hand and official seal in the State and County aforesaid this __/3 day of ______, 1996.

NOTARY PUBLIC: C

OFFICIAL NOTARY SEAL,
W KEVIN RUSSELL
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC496130
MY COMMISSION EXP. SEPT 17,1009

(Seal)

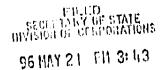
Print Name Russell

Commission No.

My commission expires:

WILKINS, FROHLICH, JONES, HEVIA, RUSSELL & SUTTER PROFESSIONAL ASSOCIATION ATTORNEYS AT LAW

PORT CHARLOTTE, PLORIDA



CERTIFICATE DESIGNATING A REGISTERED AGENT AND REGISTERED OFFICE FOR THE SERVICE OF PROCESS.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

STUFF BY NET CORP., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at 115 Breakers Court, Punta Gorda, County of Charlotte, State of Florida, has designated STANLEY S. FULWILER, whose street address is 115 Breakers Court, Punta Gorda, County of Charlotte, State of Florida, as its agent to accept service of process within this state.

STUFF BY NET CORP.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.

Stanley'S. Fulwiler