

P96000071603

Tuesday, August 27, 1996

Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 28 PM 12:24

Dear Sir:

Enclosed are two (2) copies of our Articles of Incorporation and two (2) copies of the Registered Agent Certificate.

We have enclosed a cashier's check in the amount of \$122.50 for:

Filing Fee for Profit Corporation 35.00

Registered Agent Fee 35.00

Certified Copy (Profit) 52.50

TOTAL: 122.50

Please mail to:

4765 Lynbrook Drive
Jacksonville, Florida 32207

100001934361
-08/28/96--01056--002
****122.50 ****122.50

RECEIVED
95 AUG 29 AM 10:38
DIVISION OF CORPORATIONS

Yours truly,

Lee Payne

Lee Payne

pick up 3.00

B. BROWN AUG 28 1996

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OF
WORLD WIDE LOCAL, INCORPORATED**

**The undersigned subscriber to these Articles of
Incorporation hereby executes the same for the purpose of
becoming a corporation under the laws of the State of Florida,
providing for the formation, liabilities, rights, privileges, and
immunities of a corporation for profit.**

ARTICLE I

The name of this corporation shall be:

WORLD WIDE LOCAL, INCORPORATED

ARTICLE II

The general nature of the business to be transacted by this
corporation shall be and is as follows:

To develop a research, sales and marketing organization which shall offer a broad and varied program of services, systems and support operations to its customers, and to include the direct sale and/or the leasing of equipment to fully serve the needs of customers. The Corporation's purposes shall include sales of equipment, gadgets, gear and related tangible items of all sorts and kinds. A special sales purpose of the Corporation is to uncover, identify, assess and delineate unique selling opportunities of all sorts which the Corporation may handle directly, or which the Corporation may package and sell to others, or the Corporation may partially sell such opportunities to fruition. The Corporation, in the implementation of any of its sales, may take by direct purchase and hold, or may lease, or may make a holding arrangement with others, of assets, products, properties and services,

tangible and intangible, and may handle in varied ways the promotion and subsequent resale of such assets, products, properties and services.

In addition to, but not in limitation of, the general powers conferred by law the Corporation shall have the power to provide for pension, retirement, health and medical benefits or similar aid to its officers and/or employees; the power to fund the further education of its officers and/or employees by direct financial aid, scholarships, grants and fellowships; to establish a profit sharing trust; to compensate its officers and/or employees by bonuses and/or by other forms of retroactive payments; to provide automobiles and other devises for its officers and/or employees as direct assistance and/or as compensation; the power to issue stock options to its officers and/or employees and to establish employee stock ownership plans.

To acquire, by purchase, lease, or otherwise, lands and interest in lands, to own, hold, improve, develop and manage any real estate so acquired, and to erect or cause to be erected, on any lands owned, held or accepted by the corporation, buildings or other structures, public or private, with their appurtenances, and to manage operate, lease, rent, rebuild, enlarge, alter, or improve any buildings or other structures, now or hereafter erected on any lands so owned, held or occupied and to encumber or dispose of any lands or interests in lands and any buildings or other structures, at any owned or held by the corporation to buy, sell, mortgage, exchange, lease, hold for investment or otherwise use and operate, real estate of all kinds, improved and unimproved and any right or interest therein.

To acquire by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned or held by the corporation.

To buy and sell all kinds of property, both real and personal, to borrow money, issue promissory notes and other evidence of indebtedness, to own, buy, mortgage, sell or otherwise dispose of and to deal in and with property of all kinds as well as capital stocks and shares of this corporation and that of other corporations, and to vote any share of such other corporation as may be owned by it, the same as a natural person might do, and to enter into such agreements, contracts and stipulations

and make such arrangements as may be or seem necessary to carry out the same, and to attain the objects and purposes herein expressed and intended, and to transact any further and other business necessarily connected with the purposes of this corporation or calculated to facilitate the same.

To become a member of and enter into any partnership or joint venture agreement for sharing profits with any person, firm or corporation. To carry on any or all of its operations and businesses and to promote its objects within the State of Florida or elsewhere without restriction as to place or amount, and to have, use, exercise and enjoy all of the general powers of like corporations.

To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors, or otherwise, alone or in a company with others and to do and perform all such other things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts above-named.

To engage in or carry on any business activity or commercial enterprise which is lawful under the laws of the State of Florida and the laws of any other of the United States of America.

The intention is that none of the objects and powers as herein above set forth, except where otherwise specified in this Article shall be in anyway limited or restricted by reference to or inference from the terms of any other objects, powers or clauses of this Article or any other Article in this Certificate, but that the objects and powers specified in each of the clauses of this Article shall be regarded as independent objects and powers.

ARTICLE III

The maximum number of shares of Capital Stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of Common Stock of one and no/100 dollars (\$1.00) par value. All that are issued are to be fully paid and exempt from assessment.

The Capital Stock may be paid for in cash, property, labor or services, the value of which property, labor or services shall be fixed by the Directors in the manner provided for by the

Florida Statutes.

ARTICLE IV

The amount of capital with which this corporation shall begin business shall be equal to or greater than an amount sufficient for operation of the corporate business and will be not less than ONE HUNDRED DOLLARS (\$100.00).

ARTICLE V

This corporation is to be of perpetual existence.

ARTICLE VI

The principal office of this corporation shall be 4765 Lynbrook Drive, Jacksonville, Florida 32207.

ARTICLE VII

The initial registered agent of this corporation shall be Lee Payne, 4765 Lynbrook Drive, Jacksonville, Florida 32207.

ARTICLE VIII

The number of Directors shall be no less than one (1) but no more than three (3).

ARTICLE IX

The name and post office address of the first Directors and Officers, who are subject to the provisions of the Articles of Incorporation and the by-laws of the corporation and the first year of the corporation's existence, or until his successor is elected and has qualified, is:

NAME AND ADDRESS **OFFICE**

Lee Payne President/Treasurer/Director

4765 Lynbrook Drive

Jacksonville, Florida 32207

Thomas Payne

Secretary/Director

4765 Lynbrook Drive

Jacksonville, Florida 32207

The name and post office address of the subscriber to these Articles of Incorporation, is as follows, to-wit: NAME AND ADDRESS

Lee Payne

4765 Lynbrook Drive

Jacksonville, Florida 32207

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business.

ARTICLE XI

The corporation may, in its by-laws, confer powers upon its Board of Directors or Officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute.

The 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 stockholders herein granted subject to this reservation.

I, THE UNDERSIGNED, being the original subscriber to the capital stock herein above named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge, and file this certificate, hereby declaring and certifying that the facts herein stated are true and do agree to take the number of shares of stock herein above set forth, and accordingly have hereunto set my hand and seal this 27th day of August, 1996.


Lee Payne

STATE OF FLORIDA

COUNTY OF DUVAL

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 29 PM 12:24

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following
is submitted in compliance with said Act:

That WORLD WIDE LOCAL, INCORPORATED, desiring to organize under the laws of the
State of Florida with its principal office, as indicated in the Articles of Incorporation, in Duval County,
Florida, has named Lee Payne, whose address is 4765 Lynbrook Drive, Jacksonville, Florida 32207, as
its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept Service of Process for the above-stated corporation, at place
designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the
provisions of said Act relative to keeping open said office.

Lee Payne

Resident Agent