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OTHER FILINGS Annual Report	REGISTRATION/ QUALIFICATION	Coll When Rendy Coll When 2828
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ARTICLES OF INCORPORATION OF NORTH PALM NET, INCORPORATED

The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I

Name of Corporation

The name of this Corporation shall be NORTH PALM NET, INCORPORATED (the "Corporation").

ARTICLE II

Mailing Address

The mailing address of the Corporation is 508 Greenway Drive, North Palm Beach, Florida 33408.

ARTICLE III

Purpose

This Corporation is organized for the following purposes:

(a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations

organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

- (b) For the purpose of transacting any or all lawful business.
- (c) To do any and everything pertinent to the above.

ARTICLE IV

Capital Stock

This Corporation is authorized to issue One Thousand (1,000) shares of One Cent (\$0.01) par value common stock.

ARTICLE V

Preemptive Rights

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

ARTICLE VII

Initial Registered Office and Agent

The street address of the initial registered office of this

Corporation is 508 Greenway Drive, North Palm Beach, Florida 33408, and the name of the initial registered agent of this Corporation at that address is ROBERT BEEBE.

ARTICLE VIII

Board of Directors

This Corporation shall have two (2) directors initially. The number of directors may either be increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial directors of this Corporation are as follows:

ROBERT BEEBE

508 Greenway Drive North Palm Beach, FL 33408

BRIAN G. FLANIGAN

612 - 6th Lane Palm Beach Gardens, FL 33418

ARTICLE IX

By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

Indemnification

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

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ARTICLE XI

Incorporator

The name and address of the person signing these Articles is as follows: BRIAN G. FLANIGAN, 612 - 6th Lane, Palm Beach Gardens, Florida 33418.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27th day of August, 1996.

BRIAN G. FLANIGAN, Incorporator

6823F/5



CERTIFICATE DESIGNATING PLACE_OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA. NAMING_AGENT_UPON_WHOM_PROCESS_MAY_BE_SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT NORTH PALM NET, INCORPORATED, DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS INITIAL REGISTERED OFFICES AT 508 GREENWAY DRIVE, NORTH PALM BEACH, FLORIDA 33408, HAS NAMED ROBERT BEEBE, LOCATED AT 508 GREENWAY DRIVE, NORTH PALM BEACH, FLORIDA 33408, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

BRIAN G. FDANIGAN, Incorporator

August 27, 1996 (Date)

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AM FAMILIAR WITH AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, INCLUDING THE PROVISIONS OF SECTION 607.0505, FLORIDA STATUTES.

Robert W. Beebe

ROBERT BEEBE, Registered Agent

August 27, 1996 (Date)