

Transmittal Letter

P96000079826

FILED

JAMES R. SABOFF

P.O. BOX 941145
MAITLAND, FL 32794

96 SEP 26 AM 10:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SEPTEMBER 11, 1996

Department of State
Division of Corporations
P.O. BOX 1427
TALLAHASSEE, FL 32314

200001951832
-09/19/96--01072--011
***122.50 ***122.50

Dear Sir:

Enclosed please find Articles of Incorporation and the Designation and Acceptance of Registered Agent for filing, together with our check in the amount of \$122.50 to cover the filing fee, certified copy charge, designation of registered agent, and charter tax.

I have also enclosed an additional copy of the Articles of Incorporation which I would appreciate having certified and returned to the above address.

Sincerely,

James R. Saboff

JAMES R. SABOFF

Enclosures

*W96
9/26/96
19870
9/20/96*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 20, 1996

JAMES R. SABOFF
P O BOX 941145
MAITLAND, FL 32794

SUBJECT: 3NET, INC.
Ref. Number: W96000019870

We have received your document for 3NET, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A post office box is not an acceptable address for the registered agent.

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 996A00043514

9-23-96
Corrected
Pam & dg

ARTICLES OF INCORPORATION
OF
3NET, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of FLORIDA.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:
3NET, INC.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of FLORIDA, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be:
P.O. BOX 941145 557 ONE CTR BLVD, Suite 307
MAITLAND, FLORIDA 32794, Altamonte Springs, FL 32701
and the name of the initial Registered Agent for the corporation at that address is JAMES R. SABOFF.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

STEPHEN D. SABOFF
JAMES R. SABOFF

ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

JAMES R. SABOFF
P.O. BOX 941145 537 OHL CTR BLDG # 207
MAITLAND, FLORIDA 32794 Altamonte Springs, FL 32701

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 11TH day of SEPTEMBER, 1996.

Incorporator:

James R. Saboff

The foregoing instrument was executed and acknowledged before me
801 ORIENTA AVE #1000
at ALT SPRINGS FL, County of SEMINOLE, State of FLORIDA,
this 10TH day of SEPTEMBER, 1996 by JAMES R SABOFF
("Incorporator"), who is personally known to me or who showed _____
_____ as identification and who did/did not take an

oath.

(SEAL)



NANCY MARIE DONOVAN
My Commission CC017998
Expires Sep. 22, 1997
Bonded by HAI
800-488-1888

Nancy Marie Donovan
Notary Public
State of FLORIDA
My Commission Expires:
9/22/97



NANCY MARIE DONOVAN
My Commission CC017998
Expires Sep. 22, 1997
Bonded by HAI
800-488-1888

DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the
State of FLORIDA. 3NET, INC., a
corporation organizing under the laws of the State of FLORIDA,
with its principal office located at:

P.O. BOX 941145 537 ONE CTR BLVD, Suite 307
MAITLAND, FLORIDA 32794 Altamonte Springs, FL 32709

JAMES R. SABOFF has named:

JAMES R. SABOFF
537 ONE CTR BLVD, SUITE 307
ALTAMONTE SPGS, FLORIDA 32794

as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

James R. Saffee

BEFORE ME, the undersigned authority, this day personally appeared JAMES R. SAFFEE ("Registered Agent"), at 801 ORIENTA AVE #1000 ALT SPRINGS, FL County of SEMINOLE, State of FLORIDA, who is personally known to me or who showed _____ as identification and who did/did not take an oath and who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

1996 WITNESS my hand and official seal this 10TH day of SEPTEMBER.



(SEAL)
NANCY MARIE DONOVAN
My Commission CC817988
Expires Sep. 22, 1997
Bonded by HAI
800-425-1886

Nancy Marie Donovan
Notary Public
State of FLORIDA
My Commission Expires:
9/22/97

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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