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Law Offices of Carl A. Cascio, P.A.

Carl A. Cascio

96 SEP 26 PM 12:27

David S. Nienick
Gary S. Gaffney
(of Counsel)

September 20, 1996
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
409 Gaines Street
Tallahassee, FL 32314

100001958021
-09/26/96--01064--013
***122.50 ***122.50

Re: NuCore Corporation

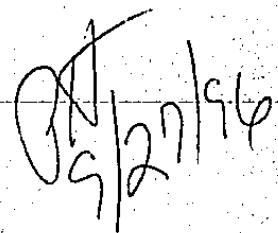
Dear Sir or Madame:

Enclosed please find an original and one (1) copy of the Articles of Incorporation, along with a check in the amount of \$122.50 for filing, designation of registered agent, and certified copy fee for the above-referenced entity. Please return the Certificate of Incorporation and certified copy of the Articles to this office at your earliest convenience.

Thank you.


Carl A. Cascio, Esq.

CAC/mbn
Enclosures


9/27/96

First Financial Plaza

639 East Ocean Avenue, Suite 207 - Boynton Beach, FL 33435 - (561) 736-7743 - Fax (561) 737-9775

ARTICLES OF INCORPORATION
OF
NuCore Corporation

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of this Corporation is NuCore Corporation with its principal place of business at 2725 S.W. 79th Avenue, Miami, Florida 33155.

ARTICLE II
DURATION

This Corporation shall have perpetual existence. The effective date of this Corporation shall be the date of filing of these Articles.

ARTICLE III
PURPOSE

The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which profit corporations may be incorporated under the Florida General Corporation Act. No other purpose limits the general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.
- C. To offer services on the Internet and other computer related services.

ARTICLE IV
SHARES

The aggregate number of shares which the Corporation is authorized to issue is three hundred (300) shares of common stock.

Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The mailing address of the Corporation is c/o Rick Rodriguez, 2725 S.W. 79th Avenue, Miami, Florida 33155. The street address of its initial Registered Office is 639 East Ocean Avenue, Suite 207, Boynton Beach, Florida 33435, and the name of its initial Registered Agent at such address is Carl A. Cascio.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have four directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial directors of this Corporation is:

<u>Name</u>	<u>Address</u>
Rick Rodriguez	2725 S.W. 79th Avenue Miami, FL 33155
William Dowd	6333 N.W. 9th Street Margate, FL 33063
Kathryn G. Ciano	7900 S.W. 89th Terrace Miami, FL 33156
Carl A. Cascio	639 East Ocean Ave. Suite 207 Boynton Beach, FL 33435

ARTICLE VII

INCORPORATORS

The name and address of the person signing these

Articles is:

<u>Name</u>	<u>Address</u>
Carl A. Cascio	639 East Ocean Avenue Suite 207 Boynton Beach, FL 33435

ARTICLE XIII
INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

ARTICLE IX
INITIAL OFFICERS

The names, offices and street addresses of the first officers of this Corporation, who shall hold office for the first year of the Corporation's existence or until their successors are elected and shall have qualified, are the following:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Rick Rodriguez	President	2725 S.W. 79th Avenue Miami, FL 33155
William Dowd	Vice-President	6333 N.W. 9th Street Margate, FL 33063
Carl A. Cascio	Vice-President	639 East Ocean Ave. Suite 207 Boynton Beach, FL 33435
Kathryn G. Ciano	Secretary/ Treasurer	7900 S.W. 89th Terrace Miami, FL 33156

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation this 20th day of September, 1996.


Carl A. Cascio, Vice-President

ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated Corporation at the place designated in this statement, hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



Carl A. Cascio, Registered Agent

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TALLAHASSEE, FLORIDA