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September 7, 1996

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

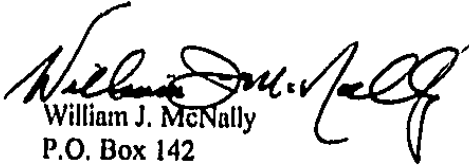
Re: Articles of Incorporation
World ~~Net~~ Networking, Inc.

Gentlemen:

Please find attached, Articles of Incorporation, of World ~~Net~~ Networking, Inc., dated August 30, 1996.

Attached is our check in the amount of \$122.50, representing fees for filing and a certified copy.

Very truly yours,



William J. McNally
P.O. Box 142
Osprey, FL 34229

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****122.50 ****122.50

World = 21273
PA 10/17/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 8, 1996

WILLIAM J. MCNALLY
P O BOX 142
OSPREY, FL 34229

SUBJECT: ~~WORLD-WIDE~~ NETWORKING, INC.
Ref. Number: W96000021273

72-1
World Wide Networking, Inc.

We have received your document for WORLD NETWORKING, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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: 996A00045876

Dear Pamela,
Please accept World Networking
Inc. as a substitute name.

FILED

96 OCT 17 PM 1:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
WORLD NETWORKING, 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.

FIRST: The name of the corporation is: **WORLD NETWORKING, INC.**

SECOND: The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. The principal activity of the corporation will be to own and operate a sales, distribution and telecommunications business.

THIRD: The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is five thousand (5,000) shares of Common Stock having a par value of one dollar (\$1.00) per share.

FOURTH: The amount of capital with which this corporation will begin business will be not less than FIVE HUNDRED (\$500.00) DOLLARS.

FIFTH: The corporation is to exist perpetually.

SIXTH: The initial street address of the principal office of the corporation in the State of Florida is: 994 Laguna Drive, Venice, Florida 34285.

SEVENTH: This corporation shall have one director initially. The number of directors may be increased or decreased by by-laws adopted by the stockholders at any time and from time to time.

EIGHTH: The name and post office address of the member of the first Board of Directors is: William J. McNally, P.O. Box 142, Osprey, FL 34229.

NINTH: The name and street address of the subscriber to these Articles of Incorporation is as follows: William J. McNally, 994 Laguna Drive, Venice, FL 34285.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF WORLD WIDE NETWORKING, INC.

TENTH: The name of the initial resident agent and the address of the resident office as follows: William J. McNally, 994 Laguna Drive, Venice, FL 34285.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 30th day of August, 1996.

Subscriber:

William J. McNally
William J. McNally

CONSENT OF REGISTERED AGENT

Having been named as Registered Agent at the registered office designated in the articles, the undersigned accepts the designation as registered agent.

Resident Agent:

William J. McNally
William J. McNally

STATE OF FLORIDA)
SS)
COUNTY OF SARASOTA)

I HEREBY CERTIFY that on the 30th day of August, 1996, before me a Notary Public duly authorized in the State and County named above to take acknowledgment, personally appeared William J. McNally to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and that the facts therein are truly set forth.

WITNESS my hand and official seal at Venice, Florida, Sarasota County, Florida, the day and year aforesaid.

My commission expires 8-4-99 *William R Copp*



WILLIAM R. COPP
MY COMMISSION # CC437247 EXPIRES
April 4, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

WILLIAM R. COPP
COMMISSION # CC437247 EXPIRES
April 4, 1999
THRU TROY FAIR INSURANCE, INC.