

P96000093850

LAW OFFICE OF CAROL ANN VOLINI, P.A.

44 S.E. First Avenue
Suite 303
Ocala, Florida 34471-2110
Fla. Bar No. 0934178

(352) 867-0016
Fax (352) 867-8201

August 22, 1996

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

000002002480--8
-11/13/96--01073--003
****122.50 ****122.50

Gentlemen:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for NETLEGACY, INCORPORATED and also the Certificate of Appointment of Statutory Agent for filing purposes. Please make the effective date of the corporation August 22, 1996.

I have also enclosed a check in the amount of \$122.50 to cover the costs as follows:

\$35.00 Filing Fees
\$52.50 Certified Copy
\$35.00 Registered Agent Designation

Please forward a certified copy of the Articles of Incorporation to the address below:

CAROL ANN VOLINI, ESQ.
ATTORNEY AT LAW
44 S.E. First Avenue
Suite 303
Ocala, FL 34471-2110

Thank you for your time and trouble with respect hereto, and should you have any questions or need further information, please feel free to contact me at (352) 867-0016.

Respectfully yours,

CAROL ANN VOLINI

Encl.
cc:

*called Carol Ann Volini,
corrected some suffix typos,
she acknowledged her that
Aug. 22 as effective
impossible.*

NOV 15 1996

ARTICLES OF INCORPORATION

NETLEGACY, INCORPORATED

The undersigned Incorporator hereby forms this corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NETLEGACY, INCORPORATED

The address of the principal office of this corporation shall be 1520 Gulf Boulevard, Suite 1706, Clearwater, Florida 34630 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in every aspect of the business of a Telecommunication Systems, to wit, to acquire, to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description, except that it is not to conduct banking, safe deposit or trust, insurance, surety or fraternal benefit society, association or company, or any state fair or exposition. This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, 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 \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1520 Gulf Boulevard, Suite 1706, Clearwater, Florida 34630 and the name of the initial registered agent of the corporation at that address is PARESH S. PATEL.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have One (1) Officers and directors initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until a successor is elected or appointed is:

FILED
JUN 15 PM 1:05
TALLAHASSEE, FLORIDA

PARESH S. PATEL
President/Secretary/Director
1520 Gulf Boulevard, Suite 1706
Clearwater, Florida 34630

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator of these Articles of Incorporation is:

CAROL ANN VOLINI, ESQ.
ATTORNEY AT LAW
44 S.E. First Avenue
Suite 303
Ocala, FL 34471-2110

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, on August 22, 1996.


CAROL ANN VOLINI, ESQ.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

PARESH S. PATEL, having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate in this certificate, I hereby accept appointment as registered agent and agree to act in this capacity. If further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.


PARESH S. PATEL


FILED
NOV 15 PM 4:05
STATE
ALABAMA
FLORIDA

**ASSIGNMENT BY THE SOLE INCORPORATOR
OF THE ARTICLES OF INCORPORATION OF
NETLEGACY, INCORPORATED**

CAROL ANN VOLINI, P.A., as sole incorporator, for value received hereby assigns any and all rights it my have as such incorporator to the following:

PARESH S. PATEL
President/Secretary/Director
1520 Gulf Boulevard, Suite 1706
Clearwater, Florida 34630

Dated on August 22, 1996


CAROL ANN VOLINI, ESQ.
44 S.E. First Avenue
Suite 303
Ocala, Fl 34471-2110
(352) 867-0016

**PATEL, MOORE
& O'CONNOR**

A PROFESSIONAL ASSOCIATION

Attorneys and Counselors at Law

P96000093850

SANDIP I. PATEL
STEVEN W. MOORE
PATRICK M. O'CONNOR*

1816 U.S. Highway 19 North
Harbourside Suite 150
Clearwater, Florida 34624
(813) 539-0800
Facsimile (813) 530-5030

REPLY TO: Clearwater

* LLM - Taxation

122 South Howard Avenue
Tampa, Florida 33606
(813) 254-1185
Facsimile (813) 254-0581

January 22, 1997
File No.: 1109-0100

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

200002067732--2
-01/24/97--01054--013
*****35.00 *****35.00

RE: Articles of Amendment for Netlegacy, Inc..

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Amendment of the above named Corporation. We have also enclosed a check in the amount of \$35.00 for the filing fees.

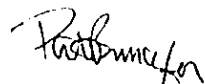
Please process this at your earliest opportunity and return a copy of the Articles of Amendment to this office at the following address:

Patel, Moore & O'Connor, P.A.
Attn: Patrick M. O'Connor, Esquire
18167 U.S. Highway 19 North, Suite 150
Clearwater, Florida 34624

If you have any questions, please do not hesitate to call us the undersigned.

Very truly yours,

PATEL, MOORE, & O'CONNOR, P.A.


Patrick M. O'Connor

PMO/psb
Enclosures

SH 2/13
Amend.

FILED
97 FEB 13 PM 12:37
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 30, 1997

Patrick M. O'Connor
Patel, Moore & O'Connor, P.A.
18167 U.S. Hwy. 19 North, Suite 150
Clearwater, FL 34624

SUBJECT: NETLEGACY, INCORPORATED
Ref. Number: P96000093350

We have received your document for NETLEGACY, INCORPORATED and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name 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) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 497A00004931

PATEL, MOORE & O'CONNOR

A PROFESSIONAL ASSOCIATION

Attorneys and Counselors at Law

SANDIP I. PATEL
STEVEN W. MOORE
PATRICK M. O'CONNOR*

18167 U.S. 19 North
Harbourside Suite 150
Clearwater, Florida 34624
(813) 539-6800
Facsimile (813) 538-5938

REPLY TO: Clearwater

* LLM - Taxation

122 South Howard Avenue
Tampa, Florida 33606
(813) 254-1185
Facsimile (813) 254-0581

February 11, 1997
File No.: 1109-0100

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Articles of Amendment for Netlegacy, Incorporated
Reference Number: P96000093850
Letter Number: 497A00004931

To Whom It May Concern:

Enclosed please find an amended original and one copy of the Articles of Amendment of the above named Corporation. You already have our check in the amount of \$35.00 for filing fees.

Please process this at your earliest opportunity and return a copy of the Articles of Amendment to this office at the following address:

Patel, Moore & O'Connor, P.A.
Attn: Patrick M. O'Connor, Esquire
18167 U.S. Highway 19 North, Suite 150
Clearwater, Florida 34624

If you have any questions, please do not hesitate to call us the undersigned.

Very truly yours,

PATEL, MOORE, & O'CONNOR, P.A.



Patrick M. O'Connor

PMO/psb
Enclosures

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NETLEGACY, INCORPORATED**

FILED
27 FEB 13 PM 12:27
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: The name of the corporation is Netlegacy, Incorporated

SECOND: Amendments adopted:

. Article III is amended in its entirety as follows:


"ARTICLE III. - CAPITAL STOCK

The maximum number of shares that the Corporation is authorized to issue and have outstanding at any one time is One Million (1,000,000) shares of common stock having a par value of \$.0001 per share. Such shares shall be of a single class of common stock."

THIRD: The date of the above amendments adoption is January 21, 1997.

FOURTH: Adoption of the above stated amendments was unanimously approved by the shareholders and directors. The number of votes cast in favor of the amendment by both the shareholders and directors was sufficient for approval of said amendment.

Signed this 21st day of January, 1997.



Paresh S. Patel, President/Director