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CORPORATION(S) NAME

Outernet Systems Inc.

FILED
B6 DEC 17 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- ☒ Profit
☐ NonProfit
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ARTICLES OF INCORPORATION

of

OUTERNET SYSTEMS INC.

(name of corporation)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

OUTERNET SYSTEMS INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 100,000 shares () of NO PAR Dollar(s) (\$) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>BARRY W. SMITH</u>		
ADDRESS	<u>443 NW 38TH WAY</u>		
CITY	<u>DEERFIELD BEACH</u>	FLORIDA	ZIP <u>33442</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>OUTERNET SYSTEMS INC.</u>		
ADDRESS	<u>443 NW 38TH WAY</u>		
CITY	<u>DEERFIELD BEACH</u>	FLORIDA	ZIP <u>33442</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 (ONE) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>BARRY W. SMITH</u>		
ADDRESS	<u>443 NW 38TH WAY</u>		
CITY	<u>DEERFIELD BEACH</u>	STATE	<u>FL</u> ZIP <u>33442</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<u>BARRY W. SMITH</u>		
ADDRESS	<u>443 N.W. 38TH WAY</u>		
CITY	<u>DEERFIELD BEACH</u>	STATE	<u>FL</u> ZIP <u>33442</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VIII. THIS CORPORATION SHALL GO INTO EFFECT ON JANUARY 1, 1997 AND NO SOONER THAN JAN. 1, 1997.
 IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 16
 day of DECEMBER, 1996.

Barry W. Smith (Seal)
 _____ (Seal)
 _____ (Seal)

CERTIFICATE AND KNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OUTERNET SYSTEMS INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 443 NW 38TH WAY
DEERFIELD BEACH, FL. 33442

has named BARRY W. SMITH
located at the aforesaid address, as its Registered Agent to accept service of process within
this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated
corporation at the place designated in this certificate, and being familiar with the obliga-
tions of that position, I hereby accept to act in this capacity, and agree to comply with the
provisions of Florida Law in keeping open said office.

Barry W. Smith
(registered agent)