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TRANSMITTAL LETTER

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

600002039076--5
-12/27/96--01047--004
*****78.75 *****78.75

EFFECTIVE DATE
1-1-97

SUBJECT: Proposed Corporation - Net Matters Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Brian Knight
Name (Printed or typed)

9536 Princeton Square Blvd S #2612
Address

Jacksonville, FL 32256
City, State & Zip

904-367-0488
Daytime Telephone number

FILED
96 DEC 26 AM 9:12
TALLAHASSEE, FLORIDA

P. CHANDLER JAN 2 1997

NOTE: Please provide the original and one copy of the articles.

Articles for an S Corporation

Article I: Name

The name of the corporation shall be: NetMatters Incorporated.

EFFECTIVE DATE
1-1-97

Article I: Principal Office

The principal place of business and mailing address of this corporation shall be:
9536 Princeton Square Blvd. South
Suite 2612
Jacksonville, Florida 32256

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Article III: Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
10,000 at a par value of \$1 a share.

Article IV: Initial Registered Agent and Street Address

The name and address of the initial registered agent is:
Brian Knight
9536 Princeton Square Blvd. South
Suite 2612
Jacksonville, Florida 32256

Article V: Incorporators

Brian S. Knight
President
9536 Princeton Square Blvd. S.
#2612
Jacksonville, FL 32256

David C Fisher Jr.
Vice President
10357 Elderberry Dr.
Jacksonville, FL 32257

Jason R. Green
Vice President
2749 Downing St.
Jacksonville, FL 32205

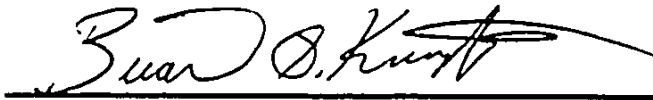
Article VI: Purpose of Company

NetMatters INC purpose will be to create the most interactive web pages and custom graphics available today. Also, we will have the capacity to create custom programs and databases for large to small companies.

Article VII: Effective Date of Incorporation

NetMatters INC will be incorporated as of January 1st, 1997.

The undersigned incorporator has executed these Articles of Incorporation this 11th day of December, 1996
(article 7 states effective date of incorporation.)

A handwritten signature in cursive script, appearing to read "Brian S. Knight", written over a horizontal line.

signature

Brian S. Knight, President NetMatters Inc.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is Net Matters Inc.

2. The name and address of the registered agent and office is:

Brian Knight
(NAME)

9536 Princeton Sq Blvd, S #2612
(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Jacksonville, FL 32256
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I 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.

Brian S. Knight
(SIGNATURE)

12/11/96
(DATE)

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