

99700002878

JAN 10 1997 10:00 AM EMPIRE CORPORATE KIT
1/09/97 FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC BILLING COVER SHEET
(904) 922-4001 (305) 541-3770

TO: DIVISION OF CORPORATIONS FAX #: (904) 922-4001
FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT ACCT#: 0724a50003255
PHONE: (305) 541-3694 FperAX #: (305) 541-3770

NAME: COMNET SYSTEM INC.
00510 AUDIT NUMBER.....H970000510
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS...0 PAGES..... 6
CERT. COPIES.....1 DEL.METHOD.. FAX
EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>: 1/09/97
Help F1 Option Menu F2

FLORIDA DIVISI
NUM Connect: 00:13:4

FILED
97 JAN 10 PM 3:56
TALLAHASSEE, FLORIDA

W97-620
TB

JAN-10-1997 10:24

EMPIRE CORPORATE KIT

P.01/07



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 10, 1997

COMNET SYSTEM INC.
4851 NW 79TH AVE.
STE 8
MIAMI, FL 33166

SUBJECT:
REF: H97000000510

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The FAX audit number must be on the top and bottom of each page of 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) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H97000000510
Letter Number: 797A00001360

ARTICLES OF INCORPORATION
OF

H97000000510

COMNET SYSTEM INC.

COMNET SYSTEM INC., has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

COMNET SYSTEM INC.

ARTICLE II

This corporation shall commence existence upon filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be:

4851 NW 79 AVE. STE. 8
MIAMI, FL 33166

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

Tony C. Mok, CPA
1235 N.E. 162 St.
Miami, FL 33162
(305) 354-7171

H97000000510

H97000000510

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute 5607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation, or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any and all lawful business which the board of

H97000000510

H97000000510

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary of convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation, to the full extent as permitted by Florida Statute S607.014;

ARTICLE V

The aggregate number of share which this corporation shall have authority to issue is the total sum of one hundred shares having an individual par value of One Dollar (\$1.00).

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be:

WAN ZHEN ZHANG
4851 NW 79 AVE. STE.8
MIAMI, FL 33166

ARTICLE VII

The initial board of Director shall consist of a total of One person and the name and address of the person who is to serve as initial director is:

WAN ZHEN ZHANG
9040 ROYAL PALM BLVD. #208W
CORAL SPRINGS, FL 33065

H97000000510

JAN-10-1997 10:25

EMPIRE CORPORATE KIT

P.06/07

H97000000510

ARTICLE VIII

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

WAN ZHEN ZHANG
9040 ROYAL PALM BLVD. #208W
CORAL SPRINGS, FL 33065

The undersigned has executed these Articles of Incorporation this
4th day of January, 19 97.

Wan Zhen Zhang
Incorporator

H97000000510

H97000000510

CERTIFICATE DESIGNATING REGISTERED
AGENT AND STREET ADDRESS FOR SERVICE OF
PROCESS WITHIN FLORIDA

Pursuant to Florida Statutes 48.091, COMNET SYSTEM INC.,
desiring to organize under the laws of the State of Florida,
hereby designates WAN ZHEN ZHANG, in the county of Dade, as its
registered agent to accept service of process within the State of
Florida.

ACCEPTANCE OF REGISTERED AGENT

Acceptance having been named in the Articles of
Incorporation to accept service of process for COMNET SYSTEM
INC., at the place designated above, WAN ZHEN ZHANG, agrees to
act in this capacity, and agrees to comply with the provisions of
Florida Statutes, Section 48.091 relative to maintaining such an
office.

Date: 1/9/97

Wan Zhen Zhang
By: Registered Agent

H97000000510