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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
ATTORNEYS AND COUNSELORS AT LAW

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CRAIG S. PEARLMAN¹
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¹ ALSO MEMBER OF DC & WEST VIRGINIA BAR
² CERTIFIED CIRCUIT COURT MEDIATOR
³ ALSO MEMBER OF NEW YORK & TEXAS BAR

January 30, 1997

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

000002075300--0
-02/03/97--01009--008
***122.50 ***122.50

Re: NET DOT STUFF, INC.

Dear Sir:

Enclosed for filing please find an original and one copy of the Articles of Incorporation for the above Corporation and a check in the amount of \$122.50. Please file said Articles of Incorporation and return a certified copy to me.

Your anticipated cooperation in this matter is appreciated.
Thank you.

Very truly yours,


Frank H. Killgore, Jr.

FHK/bob

Enclosures

FILED
97 JAN 31 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2-4-97

**ARTICLES OF INCORPORATION
OF
NET DOT STUFF, INC.**

FILED
97 JAN 31 AM 11:09
SECRET
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is NET DOT STUFF, INC., and its principal place of business and mailing address is 205 E. Central Boulevard, Suite 500, Orlando, Florida 32801.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the filing of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 5,000 shares of voting common stock having a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of this corporation is 940 Highland Avenue, Orlando, Florida and the name of the initial registered agent of this corporation at that address is Frank H. Killgore, Jr.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator is:

David B. Flickinger
205 E. Central Blvd., Suite 500
Orlando, Florida 32801

ARTICLE VII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 30th day of January, 1997.

David B. Flickinger
DAVID B. FLICKINGER,
Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 30th day of January, 1997, by DAVID B. FLICKINGER, who is personally known to me or who has produced 71 Drivers License F424-162-59-003-0 as identification and who did take an oath.

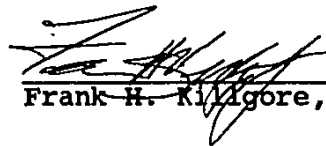
NOTARY PUBLIC:

Sign: Brooksie O. Bothwell
Print: Brooksie O. Bothwell
State of Florida at Large
My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation as the registered agent for Net Dot Stuff, Inc., hereby accepts such appointment this _____ day of January, 1997, and states that he is familiar with, and accepts, the obligations provided for in Section 607.0505, Florida Statutes.



Frank H. Killigore, Jr.

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SECRET
TALLAHASSEE, FLORIDA