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CONTACT: RICHARD OSTER
PHONE: (608)365-6009
(203)852-6756

FAX #:

NAME: Global Internet Technologies, Inc.

AUDIT NUMBER.....H97000002689

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

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**ARTICLES OF INCORPORATION
OF
Global Internet Technologies, Inc.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Global Internet Technologies, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 3200 Port Royale North Suite 2005, Ft. Lauderdale, FL 33308.

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 2000. The par value of each share of stock is \$.01.

ARTICLE IV INITIAL REGISTERED AGENT & STREET ADDRESS

The name and address of the initial registered agent is: Richard Adams, 3200 Port Royale North Suite 2005, Ft. Lauderdale, FL 33308.

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Richard Oster, 1723 Arrowhead Dr., Beloit WI.

ARTICLE V INITIAL DIRECTORS

The initial director of the corporation is:
Michael Pittenger, 3200 Port Royale Dr. Suite 2005, Ft. Lauderdale, FL 33308.
Richard Adams, 3200 Port Royale Dr. Suite 2005, Ft. Lauderdale, FL 33308.
Darian Kelty, 4800 Bayview Dr., Ft. Lauderdale, FL 33308.

The undersigned incorporator has executed these Articles of Incorporation this 24th day of February, 1997.



The document was prepared by:
Richard Oster, 1723 Arrowhead Dr., Beloit, WI 53511. 608-363-3875

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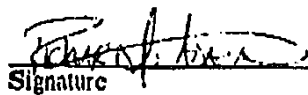
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**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

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: Global Internet Technologies, Inc.
2. The name and address of the registered agent and office is: Richard Adams, 3200 Port
Royale North Suite 2005, Ft. Lauderdale, FL 33308.

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.


Signature

2-21-97
Date

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