

P97000027682

ALTERNANET COMMUNICATIONS

DR. BENJAMIN P. LIGHT
704 SE 9TH STREET
FORT LAUDERDALE, FLORIDA 33316
PHONE & FAX (954) 524-0603

Monday, March 10, 1997

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-03/12/97--01035--004
****122.50 ****122.50

To Whom It May Concern,

Please find enclosed two executed copies of articles of incorporation for:
AlternaNet Communications Corporation,
and a check for \$122.50 to cover:
\$35.00 Filing Fee
\$35.00 Designation of Registered Agent
\$52.50 Certified Copy (optional).

Please process and return a processed copy to the above address. Thank you.

Sincerely yours,



Benjamin P. Licht

BPL:esp

Dmc
3/27/97

3/18/97
TJ

WM - 629

FILED
97 MAR 26 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 18, 1997

BENJAMIN P. LIGHT
704 SE 9TH ST
FORT LAUDERDALE, FL 33316

SUBJECT: ALTERNANET COMMUNICATIONS, INC.
Ref. Number: W97000006299

We have received your document for ALTERNANET COMMUNICATIONS, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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

Letter Number: 197A00013674

ARTICLES OF INCORPORATION
of

Alternanet Communications, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHEREAS

The undersigned, desiring to form a Corporation for the purposes hereinafter stated under and Pursuant to Chapter 621 of the Florida Statutes do hereby declare as follows:

FIRST
IDENTIFICATION

The name of the corporation, hereinafter referred to as the "Corporation" is **Alternanet Communications, Inc.**

SECOND
PERIOD OF EXISTENCE

The period during which the corporation shall continue is perpetual.

THIRD
REGISTERED OFFICE AND REGISTERED AGENT

In compliance with statute 48.091 the following is submitted: The principal place of business of the Corporation is **704 SE 9th Street, Fort Lauderdale, Florida 33316**, and the name and address of the initial registered agent therein and in charge thereof, upon whom process against the Corporation may be served, is the incorporator, **Benjamin P. Licht**, residing at **704 SE 9th Street, Fort Lauderdale, Florida 33316**.

FOURTH
PURPOSE

The purpose of the Corporation is to engage in any activity or lawful business for which corporations may be organized under the laws of the United States and Florida. Additionally, the corporation may enter into, make, perform, and carry out contracts of every sort and kind which may be necessary or convenient for the business of this corporation, or business of a similar nature, with any person, corporation, private, public or municipal, body politic under the Government of the United States or any state, territory, or possession thereof or any foreign government so far as and to the event that the same may be done and performed by corporations organized under the laws of this state. The corporation shall carry on its operations and conduct business in any state, district, territory, dependency, or possession, and in any foreign country. The corporation shall have the ability to borrow or raise money without limit as to amount: to sell, create security interests in, pledge and otherwise dispose of and realize upon book accounts

and other choices in action; to make, draw, accept, endorse, execute, and issue bonds, debentures, notes or other of the objects or purposes of this corporation, and to secure the principle thereof and the interest thereon by mortgage upon, or creation of security interests in, or pledge of or conveyance or assignment in trust of, the whole or any part of the property, real or personal, of this corporation, wherever situated and whether at the time owned or thereafter acquired; and, in such manner and upon such terms as the board of directors may from time to time determine, to sell, exchange, pledge, offer for discount, or otherwise dispose of any and all such bonds, debentures, notes or other obligations.

FIFTH SHARES & MINIMUM CAPITAL

The total authorized capital stock of the Corporation is One **Thousand (1,000)** shares having a Par Value of **None**. All or any part of said shares may be issued by the corporation from time to time and for such consideration as may be determined upon or fixed by the Board of Directors, as provided by law. Property, labor or services may be purchased or paid for with the capital stock at a just valuation of said property, to be fixed by the Directors of the Company. Stock in other corporations or going business may be purchased by the Corporation in return for the issuance of its capital stock, and said purchases shall be on such basis and for such consideration as the issuance of so much of the capital stock as the Directors of the Company may decide. The amount of capital with which this Corporation will begin business shall not be less than One Hundred Dollars (\$100.00).

SIXTH INCORPORATOR'S ADDRESS

The name and post office address of the Incorporator of the Corporation is as follows:
Benjamin P. Licht
704 SE 9th Street
Fort Lauderdale, Florida 33316.

SEVENTH INITIAL DIRECTORS

The powers of the incorporator are to terminate upon the filing of this Certificate of Incorporation and the name(s) and mailing address(es) of person(s) who are to serve as director(s) until the first meeting of stockholders or until their successors are elected and qualify are as follows:

Benjamin P. Licht, residing at 704 SE 9th Street, Fort Lauderdale, Florida 33316.

The affairs of the Corporation shall be conducted by a Board of not less than one (1) and not more than three (3).

**EIGHTH
INDEMNITY**

Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

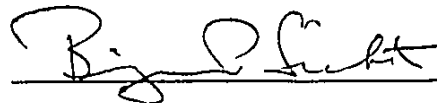
**NINTH
AMENDMENT**

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**TENTH
EFFECTIVE DATE**

The effective date of this Certificate of Incorporation shall be the date as filed in the Secretary of State's office in Tallahassee, Florida.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation, and IN WITNESS WHEREOF, the undersigned Incorporator has caused this Certificate of Incorporation to be executed as dated.



(Incorporator & Registered Agent)

DATED 3-10-97