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TRANSMITTAL LETTER

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

100002134141--6
-04/04/97--01102--005
*****78.50 *****78.50

SUBJECT: MINDNET, INC.

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

\$78.50 Filing Fee & Certificate

FROM:

Joseph Santilli
1497 Main Street #143
Dunedin, Florida 34698
(813) 508-2368

FILED
97 APR -4 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL 'APR 7 - 1997

FILED

97 APR -4 AM 11:42

**ARTICLES OF INCORPORATION
MINDNET, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: **MINDNET, INC.**

**ARTICLE II
PRINCIPAL OFFICE**

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

MindNet, Inc.
1497 Main Street #143
Dunedin, Florida 34698

**ARTICLE III
SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE HUNDRED THOUSAND SHARES (100,000)

**ARTICLE IV
INITIAL REGISTERED AGENT AND STREET ADDRESS**

Joseph Santilli
1497 Main Street, #143
Dunedin, Florida 34698

**ARTICLE V
INCORPORATOR**

The name and address of the sole incorporator is as follows:

Joseph Santilli
1497 Main Street
Dunedin, Florida 34698

**ARTICLE VI
DIRECTORS**

The powers of the incorporator are to terminate upon the filing of these articles of Incorporation and the name and mailing address of the person who is to serve as director until the first meeting of the stockholders or until their successors are elected and qualify is as follows:

Joseph Santilli
1497 Main Street #143
Dunedin, FL 34698

The undersigned incorporator has executed these Articles of Incorporation this 1st day of April, 1997.



Joseph Santilli

FILED

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF 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 **MINDNET, INC.**
2. The name and address of the registered agent and office is:

Joseph Santilli
1497 Main Street #143
Dunedin, Florida 34698

Having been named as registered agent and to accept service of process for the above 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.



Joseph Santilli

4-1-97
Date