

P97000032199

Charter Number Only

4-2-97 Yolanda

DURAN & Pelati
Requestor's Name

10300 SUNSET DR. #465
Address

miami, FL 33173
City State ZIP Phone

412-9191

VALIDATION ONLY

FILED

97 APR -9 PM 1:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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****122.50 ****122.50

CORPORATION(S) NAME

Interworld Net Corp.



Empire Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Foreign	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem
<input type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> After 4:30	<input type="checkbox"/> Mail Order	

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R.A. P.O.
W97-7154

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K.R. APR - 9 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 3, 1997

EMPIRE

TALLAHASSEE, FL

SUBJECT: INTERWORLD NET CORP.
Ref. Number: W97000007754

We have received your document for INTERWORLD NET CORP. 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):

A post office box is not an acceptable address for the registered agent.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 597A00016806

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97 APR -7 AH 10:46
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED
97 APR -9 AM 10:23
DIVISION OF CORPORATION

April 7, 1997

EMPIRE

TALLAHASSEE, FL

SUBJECT: INTERWORLD NET CORP.
Ref. Number: W97000007754

We have received your document for INTERWORLD NET CORP. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

A post office box is not an acceptable address for the registered agent.

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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 497A00017294

**ARTICLES OF INCORPORATION
OF
INTERWORLDNET CORP.**

FILED
97 APR -9 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be:

INTERWORLDNET CORP.

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

1627 Brickell Avenue, Suite 1803
Miami, FL 33120

ARTICLE II

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida , or any other state, country, territory or nation.

ARTICLE III

The aggregate number of stock and its par value that this corporation is authorized to have outstanding at any one time is:

1,000 shares of Common Stock, each having \$ 1.00 par value.

ARTICLE IV

This corporation is to exist perpetually.

ARTICLE V

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase un-issued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or to acquire shares of any such un-issued or treasury shares.

ARTICLE VI

The name(s) and street address(es) of the initial officer(s) and directors(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is (are):

Reeza V. Rossie

Pres/VP/Sec/Trea.

1627 Brickell Ave. #1803
Miami, FL 33120

ARTICLE VII

The name (s) and street address (es) of the incorporator (s) to these articles of incorporation is (are) :

Reeza V. Rossie
1627 Brickell Ave. #1803
Miami, Fl. 33120

IN WITNESS WHEREOF, the undersigned incorporator (s) has have executed these Articles of
Incorporation this 2nd day of April 1997

Signature (s) of Incorporator (s)

Reeza V. Rossie

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged and sworn to before me this 2nd day of April
1997, by REEZA ROSSIE, Pres. OF INTERWORKNET corp. He is personally
known to me and did not take an oath.

Teresita Pelati

Notary Public

(SEAL)



ARTICLE VIII

The names and addresses of the subscribers to these Articles of Incorporation and the number of shares of common stock they agree to take are:

Reeza V. Rossie

100% or 1,000 Shares

ARTICLE IX

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any writing inferred upon the shareholders shall be subject to this reservation.

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

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the corporation is: INTERWORLDNET CORP.
2. The name and the address of the registered agent and office is:

REEZA V. ROSSIE
1627 Brickell Ave. #1803
Miami, Fl. 33120

SIGNATURE _____

(Corporate Officer)

TITLE _____

DATE _____

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 ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

(Registered Agent)

DATE _____

FILED
97 APR -9 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA