

TRUEX & EARNEST, P.A.

ATTORNEYS AT LAW

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Thomas A. Truex

Mary M. Earnest

Reply to:
P.O. Box 291655
Davie, FL 33329

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04/24/1997

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

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****122.50 ****122.50

RE: NETSPEC, INC.

Ladies and Gentlemen:

Enclosed are the original and two copies of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50, representing payment of the following:

Filing fee	\$35.00
Certified copy fee	\$52.00
Registered agent designation	\$35.00

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

You will note that the Registered Agent is named in the Articles of Incorporation.

Thank you for your courtesies in this matter.

Very truly yours,

Mary M. Earnest

MME/mg
l-net

FILED
97 APR 24 AM 11:54
TALLAHASSEE, FLORIDA

APR 28 1, BSB

ARTICLES OF INCORPORATION
OF
NETSPEC, INC.

FILED
97 APR 24 AM 11:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is: NETSPEC, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock with one dollar (\$1.00) par value.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V. MAILING ADDRESS.

The address of the principal office of the corporation is 1217 SE 1st Avenue, Suite 1, Fort Lauderdale, Florida 33316; and the mailing address of the corporation is 1217 SE 1st Avenue, Suite 1, Fort Lauderdale, Florida 33316.

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

MARY M. EARNEST
6800 Griffin Road, Davie, Florida 33314

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS.

This Corporation shall have One (1) director(s) initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTOR.

The name(s) of the initial director(s) of this Corporation and their street addresses are:

RICK L. ADAMS, 1217 SE 1st Avenue, Suite 1, Fort Lauderdale, Florida 33316

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

RICK L. ADAMS
1217 SE 1st Avenue
Suite 1
Fort Lauderdale, Florida 33316

ARTICLE X. AMENDMENT.

These 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 stockholders' 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.

ARTICLE XI. INDEMNIFICATION.

The Corporation shall indemnify any officer or Director, or any former officer, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 24th day of April, 1997.

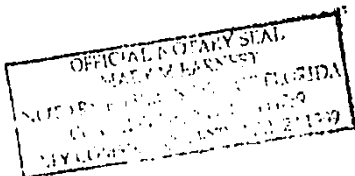
Rick L. Adams
RICK L. ADAMS

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared RICK L. ADAMS, who has produced [type of identification] FLORIDA DRIVERS LICENSE, [Number] A352-732-59-910-0 as identification and who did not take an oath.

Witness my hand and official seal in the County and State last aforesaid this 24th day of April, 1997.

Mary U. Earnest
(Signature of Notary Public)



MARY U. EARNEST
(Name of Notary Public typed, printed stamped) Notary Public, State of Florida

My commission expires: _____

FILED
97 APR 24 AM 11:54
TALLAHASSEE, FLORIDA