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Ozona Online Network, Inc.  
2706 US Alt 19 Ste 109  
Palm Harbor, FL 34683  
813-786-5423

May 13, 1997

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-05/15/97--01090--010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Division of Corporations  
Department of State - Florida  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Ozona Online Network, Inc.  
a Florida for profit corporation  
Articles of Incorporation-NEW

FILED  
DIVISION OF STATE  
CORPORATIONS  
MAY 15 1997

Dear Sir or Madam:

Enclosed please find two executed originals of the Articles of Amendment of the Articles of Incorporation of the above-referenced new, for profit corporation and a check for the filing fee and registered agents fee in the aggregate amount of \$70.00. Please file the Articles and return one original showing the Division's filing stamp to the undersigned for the company records.

If you should have any questions, please do not hesitate to call **William R Killerlain** (813) 786-5423.

Very truly yours,



William R. Killerlain

Enclosures

5/19/97

**ARTICLES OF INCORPORATION  
OF**

**Ozona Online Network, Inc.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAR 15 10:00 AM '00

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607, Fla.Stat., the Florida Business Corporation Act, hereby states the following:

**ARTICLE I - NAME AND ADDRESS**

Section 1. The name of the Corporation shall be Ozona Online Network, Inc.

Section 2. The initial principal office and the initial mailing address of the Corporation shall be Suite 109, 2706 Alternate U.S. Highway 19 North, Palm Harbor, Florida 34683.

**ARTICLE II - DURATION**

The Corporation shall have perpetual existence beginning on the date these Articles are filed in the Office of the Secretary of State.

**ARTICLE III - PURPOSE AND POWERS**

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The authorized capital stock of the Corporation shall be twenty-five million (25,000,000) shares of common stock, all of one class, having a par value of \$.001 per share.

**ARTICLE V - BOARD OF DIRECTORS**

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 3. Directors shall be elected and hold office as provided in the Bylaws.

## ARTICLE VI - BYLAWS

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the stockholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the stockholders may be altered, amended or repealed by the other group; provided, however, that any Bylaw adopted by the stockholders may provide that it shall be altered, amended, or repealed only by the stockholders.

## ARTICLE VII - REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Corporation shall be Suite 109, 2706 Alternate U.S. Highway 19 North, Palm Harbor, Florida 34683.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be William R. Killerlain.

## ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is William R. Killerlain, Suite 109, 2706 Alternate U.S. Highway 19 North, Palm Harbor, Florida 34683.

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on May 7, 1997.



William R. Killerlain

## ACCEPTANCE BY REGISTERED AGENT

I hereby accept to act as initial Registered Agent for Ozona Online Network, Inc. as stated in these Articles of Incorporation.



William R. Killerlain

FILED  
SECRETARY OF STATE  
JUL 10 1997  
TALLAHASSEE, FLORIDA