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5/22/97

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHNNY C. RODRIGUEZ *Brim Fav5*  
PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: APPHIA INTERNET SERVICES, INC.

AUDIT NUMBER.....H97000008466

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....0

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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SEC. OF STATE  
TALLAHASSEE, FLORIDA

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## ARTICLES OF INCORPORATION

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### Article I. Name

The name of this Florida corporation is:  
Apphia Internet Services, Inc.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### Article II. Address

The mailing address of the Corporation is:  
Apphia Internet Services, Inc.  
5860 Pine Grove Run  
Oviedo FL 32765

### Article III. Registered Agent

The name and address of the registered agent of the Corporation is:  
Andrew Barnish  
5860 Pine Grove Run  
Oviedo FL 32765

### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:  
Andrew Barnish  
F. D. Brown

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Registered Agents, Ltd.  
1220 North Market Street, Suite 608  
Wilmington DE 19801  
302-421-5752

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Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value zero per share.

Article VI. Incorporator

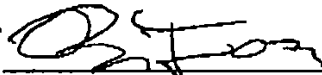
The name and address of the incorporator is:

Corporate Creations International Inc.  
401 Ocean Drive #312 (Door Code 125)  
Miami Beach FL 33139-6629

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on May 22, 1997.

The undersigned incorporator executed these Articles of Incorporation on May 22, 1997.



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CORPORATE CREATIONS INTERNATIONAL INC.  
Brian R. Fons Vice President

Registered Agents, Ltd.  
1220 North Market Street, Suite 606  
Wilmington DE 19801  
302-421-5752

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

97 MAY 22 PH 4:31

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CORPORATION:**  
Apphia Internet Services, Inc.

**REGISTERED AGENT/OFFICE:**  
Andrew Barnish  
5860 Pine Grove Run  
Oviado FL 32765

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
Andrew Barnish

Date: May 22, 1997

Registered Agents, Ltd.  
1220 North Market Street, Suite 608  
Wilmington DE 19801  
302-421-6788

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