

PA 1000048312

97 MAY 30 PM 1:04

Michael A. Gualario  
551 Neapolitan Lane  
Naples, FL 34103

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

May 27, 1997

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

300002196043--7  
-05/30/97--01053--010  
\*\*\*\*122.50 \*\*\*\*122.50

Gentlemen:

Enclosed are articles of incorporation for Net Associates, Inc. and required filing fee of \$122.50.

If any further information is needed you may reach me by mail or by phone at 941-263-8856 during the hours 9:00AM to 5:00PM.

Thank you very much.

Sincerely,



Michael A. Gualario

OK  
6/2/97

CERTIFICATE OF INCORPORATION  
OF  
NET ASSOCIATES, INC.

FILED  
97 MAY 30 PM 1:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation shall be: Net Associates, Inc.

ARTICLE II

The corporation may engage in any activity or business and perform all of the powers and privileges granted corporations under the laws of the State of Florida and the United States of America.

ARTICLE III

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time shall be TEN THOUSAD (10,000) shares with a par value of ONE DOLLAR (\$1.00) and shall be classified as follows:

Series A	Voting	10,000 shares
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ARTICLE IV

This corporation shall begin business with capital of not less than TWO HUNDRED DOLLARS (\$200.00).

ARTICLE V

This corporation shall exist perpetually.

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ARTICLE VI

The name and address of the corporation's initial registered agent is: <sup>SECRETARY OF STATE</sup> TALLAHASSEE, FLORIDA

Michael A. Gualario  
551 Neapolitan Lane  
Naples, FL 34103

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Signed: Michael A. Gualario

ARTICLE VII

The principal place of business of this corporation shall be located at:

551 Neapolitan Lane  
Naples, FL 34103

and may have such other places of business within and without the State of Florida, or in foreign countries as may be necessary or convenient, and as may be determined by the shareholders of this corporation.

ARTICLE VIII

This is a closed corporation as contemplated by Florida Statute 607. The corporation will have no directors and business shall be conducted by the shareholders of this corporation.

ARTICLE IX

The names and mailing address of the President, Vice-President, Secretary and Treasurer, who shall hold office for the first year of existence of the corporation, or until their successors are elected pursuant to the corporate By-Laws are as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Michael A. Gualario	President/Treasurer	PO box 10668 Naples, FL 34101
Joseph Buckheit	Vice-President/Secretary	3898 N. Tamiami Trail Suite 202 Naples, FL 34103

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ARTICLE X

The name and address of the subscriber of this certificate of Incorporation is as follows:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

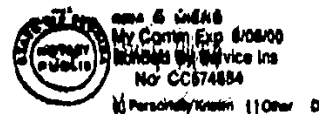
Michael A. Gualario  
551 Neapolitan Lane  
Naples, FL 34103

I, the undersigned, being the original subscriber and incorporator of the foregoing corporation, do hereby certify that the foregoing constitutes the charter of this corporation. Witness my hand and seal this 27<sup>th</sup> day of May, 1997.

Michael Gualario

STATE OF FLORIDA  
COUNTY OF COLLIER

BEFORE ME, the undersigned notary public, personally appeared Michael A. Gualario, to me known to be the person described in and who executed and subscribed to the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to the same for the purpose therein expressed.



Dated: 5/27/97

Notary Public AMYS DIERS  
Amy S. Diers