

ROBERT HERRERO, JR. & ASSOCIATES

Tax and Accounting Consultants

Financial Benefit Center
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Boca Raton, Florida 33433
(407) 338-2140

P970000070734

Affiliations
American Accounting Association
Florida Association of Independent Accountants
National Association of Tax Professionals

August 07, 1997

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Fl. 32399

Re: NETSOLUTIONS SERVICES, INC.

Dear Sir:

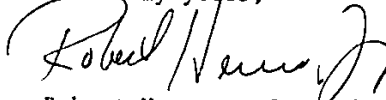
Enclosed please find Articles of Incorporation for the above referenced corporation, together with our check in the amount of \$122.50 to cover the cost of filling same and a certified copy of the Articles. Please return the certified copy in the envelope provided.

Please contact the undersigned if you have any questions.

Thank you for your cooperation in this matter.

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Sincerely yours,



Robert Herrero, Jr. and Associates

Enclosures
cc: Gavin Susman

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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8-15-97

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DIVISION OF CORPORATIONS
97 AUG 14 AM 8:03

ARTICLES OF INCORPORATION
OF
NETSOLUTIONS SERVICES, INC.

ARTICLE I

The name of the corporation is NETSOLUTIONS SERVICES, INC. (hereinafter called the "Corporation").

ARTICLE II

The address of the principle office and the mailing address of the Corporation is 2000 E. Sunrise Blvd., Fort Lauderdale, FL 33304.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
100	\$1.00	Common

ARTICLE IV

The street address of the Corporation's initial registered office in the State of Florida is 2000 E. Sunrise Blvd., in the city of Fort Lauderdale, County of Broward, and the name of it's initial registered agent at such office is Gavin Susman.

ARTICLE V

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. The number of directors constituting the initial Board of Directors is two (2), and the names and addresses of the members of the initial Board of Directors, who are to serve as the Corporation's directors until their successors are duly elected and qualified are:

Gavin Susman
3773 Oakridge Lane
Fort Lauderdale, FL 33332

S. Brent Ragan
8184 West 4th Street
Los Angeles, Ca. 90048


ARTICLE VI

The name of the Incorporator is Gavin Susman and the address of the Incorporator is 2000 E. Sunrise Blvd., Fort Lauderdale, FL 33304.

ARTICLE VII

This Corporation shall indemnify and advance expenses on behalf of it's officers and directors to the fullest extent permitted by law in existence either now or hereafter.

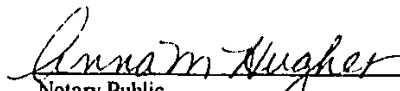
IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 30 day of June, 1997.


GAVIN SUSMAN

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Gavin Susman, who is personally known to me or produced RA as identification and who did not take an oath.

WITNESS my hand and official seal in the State and County aforesaid, this 30 day of June, 1997.

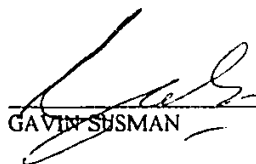

Notary Public



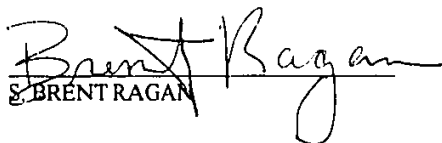
8. The Corporation shall elect to be taxed as a "small business corporation" for income tax purposes under the provisions of Section 1362 of the Internal Revenue Code and the proper officers of the Corporation be and they are hereby authorized and directed to evidence such election by completing and filing Form 2553 of the United States Treasury Department, Internal Revenue Service.

9. The action contained herein shall be effective as of the 30 day of June, 1997.

IN WITNESS WHEREOF, the undersigned Directors have executed the foregoing Corporate Action for the purpose of giving her consent thereto.



GAVIN SUSMAN




BRENT RAGAN

Dated: June 30th 1997

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of NETSOLUTIONS SERVICES, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.


GAVIN SUSMAN
Registered Agent

DATED: 7/10, 1997.

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PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: GOLD COAST CARPET, INC.

AUDIT NUMBER.....H97000013438

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

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
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STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF

(3)

GOLD COAST CARPET, INC.

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation:

FIRST: The name of the Corporation is:

GOLD COAST CARPET, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is:

One Thousand Shares (1,000) at \$1.00 par value.

FIFTH: The street address of the initial registered and principal office of the Corporation shall be:

6418 NW 5TH WAY, FORT LAUDERDALE, FL 33309

and the name of its initial Registered Agent at such address is:

CHRISTINE JACOBSEN

Prepared by: Christine Jacobsen
Southeast Accounting & Financial Services, Inc.
6418 N.W. 5 Way, Ft. Lauderdale, FL 33309
954-491-5727

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SIXTH:

The number of Directors constituting the initial Board of Directors of the Corporation is 1, and the name and address of the person who is to serve as Director until the first annual meeting of Shareholders or until their successors are elected and shall qualify is:

CAROL RODBERG

The name and address of each incorporator is:

CAROL RODBERG, 1401 OLD DIXIE HWY BAY 3 & 4, LAKE PARK, FL
33403

Dated: August 14, 1997

Carol B. Rodberg

State of Florida:
County of Broward:

The foregoing instrument was acknowledged before me this 14 day of AUGUST, 1997 by CHIEMI WILLIAMS.



CHIEMI WILLIAMS
Commission #00348567
Expires Feb 3, 1998
Adm'tg Bonding
1-800-732-2245

Chiemi Williams
Notary Public

Personally Known X OR Produced Identification _____

Type of Identification Produced _____

, having been designated to act as Registered Agent hereby agrees to act in this capacity.

Christine Jacobsen

Prepared by: Christine Jacobsen
Southeast Accounting & Financial Services, Inc.
6418 N.W. 5 Way, Ft. Lauderdale, FL 33309
954-491-5727

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PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: BLUE ROYAL PROPERTIES, INC.

AUDIT NUMBER.....H97000013439

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

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$70.00

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ARTICLE V
EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI
DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation is one (1). The number of Directors may be either increased or decreased from time to time by an amendment of the By-Laws, but shall never be less than one (1). The names and addresses of the initial Board of Directors are:

Scott E. Itkin
1940 Harrison Street, Suite 203
Hollywood, FL 33020

All Directors of the Corporation shall have the right to vote on all contracts and other transactions of the Corporation regardless of their interests therein and no such contract of other transaction between this Corporation and any one or more of its Directors or Shareholders or any other corporation, firm, association, or entity in which one or more of its Directors or Shareholders are directors or are financially interested in shall be either void or voidable because of such relationship or interest.

ARTICLE VII
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Scott E. Itkin
1940 Harrison Street, Suite 203
Hollywood, FL 33020

ARTICLE VIII
REGISTERED AGENT AND PRINCIPAL OFFICE

The Corporation's initial Registered Agent and Principal Office in the State of Florida are:

Scott E. Itkin
1940 Harrison Street, Suite 203
Hollywood, FL 33020

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ACCEPTANCE OF REGISTERED AGENT

Having been named initial Registered Agent to accept service of process on the Corporation at the initial Registered Office designated in these Articles of Incorporation, I hereby accept such appointment and consent to act in such capacity and agree to comply with all of the requirements of law pertaining thereto.



Registered Agent

Scott E. Itkin
1940 Harrison Street, Suite 203
Hollywood, FL 33020

IN WITNESS WHEREOF, I, the Incorporator, have executed these Articles of Incorporation this date: August 12, 1997



Incorporator

Scott E. Itkin
1940 Harrison Street, Suite 203
Hollywood, FL 33020

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