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Charter Number Only

9/9/97

Requestor's Name ~~BR~~

Address

City State ZIP Phone

VALIDATION ONLY

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

All-Net Systems, Inc.



Empire Toll Free: 1-800-432-3028

- |  |  |   |
|--|--|---|
| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Foreign         | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30                 |
| <input checked="" type="checkbox"/> Walk In        | <input type="checkbox"/> Will Wait       | <input checked="" type="checkbox"/> Pick Up         |
|  |  | <input type="checkbox"/> Mail Out                   |

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| Name           |
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| Updater        |
| Verifier       |
| Acknowledgment |
| W.P. Verifier  |

Certified Copy

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K. Rolfo .SEP 10 1997

# ARTICLES OF INCORPORATION

of

All-Net Systems, Inc.  
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form corporation under the laws of the State of Florida.

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## ARTICLE I - CORPORATE NAME

The name of the corporation is:

All-Net Systems, Inc.

## ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

## ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

## ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1,000 shares ( ) of \_\_\_\_\_  
Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares".

## ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

|         |                               |         |                  |
|---------|-------------------------------|---------|------------------|
| NAME    | <u>Vincent P. Fagnani Jr.</u> |         |                  |
| ADDRESS | <u>12351 NW 2nd Street</u>    |         |                  |
| CITY    | <u>Plantation</u>             | FLORIDA | <u>FL.</u>       |
|         |                               |         | ZIP <u>33324</u> |

The principal office, if known, or the mailing address of the corporation is:

|         |  |         |                  |
|---------|--|---------|------------------|
| NAME    | <u><del>Vincent P. Fagnani Jr.</del> All-Net Systems</u> |         |                  |
| ADDRESS | <u>12351 NW 2nd Street</u>                               |         |                  |
| CITY    | <u>Plantation</u>  | FLORIDA | <u>FL.</u>       |
|         |  |         | ZIP <u>33324</u> |

# ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (        ) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

|         |                               |       |                             |
|---------|-------------------------------|-------|-----------------------------|
| NAME    | <u>Vincent P. Fagnani Jr.</u> |       |                             |
| ADDRESS | <u>12351 NW 2nd Street</u>    |       |                             |
| CITY    | <u>Plantation</u>             | STATE | <u>FL.</u> ZIP <u>33324</u> |
| NAME    |                               |       |                             |
| ADDRESS |                               |       |                             |
| CITY    |                               | STATE | ZIP                         |
| NAME    |                               |       |                             |
| ADDRESS |                               |       |                             |
| CITY    |                               | STATE | ZIP                         |

# ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

|         |                               |       |                             |
|---------|-------------------------------|-------|-----------------------------|
| NAME    | <u>Vincent P. Fagnani Jr.</u> |       |                             |
| ADDRESS | <u>12351 NW 2nd Street</u>    |       |                             |
| CITY    | <u>Plantation</u>             | STATE | <u>FL.</u> ZIP <u>33324</u> |
| NAME    |                               |       |                             |
| ADDRESS |                               |       |                             |
| CITY    |                               | STATE | ZIP                         |
| NAME    |                               |       |                             |
| ADDRESS |                               |       |                             |
| CITY    |                               | STATE | ZIP                         |

X IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this \_\_\_\_\_ day of Sept 8, 1997.

\* [Signature] (Seal)  
 \_\_\_\_\_ (Seal)  
 \_\_\_\_\_ (Seal)

CERTIFICATE AND KNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT  
OF

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

All-Net Systems, Inc.  
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at ~~All-Net Systems, Inc.~~

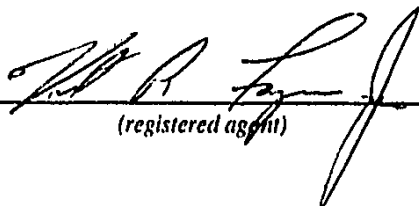
12351 N.W. 2nd Street, Plantation, FL 33324

has named Vincent P. Equani Jr.

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

  
(registered agent)