

P97000079789

11:48 AM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000015229 2)))

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: NETLINK TELECOMMUNICATIONS CORPORATION

AUDIT NUMBER.....H97000015229

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

CERT. OF STATUS..0

PAGES..... 5

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

* ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Resp F1 Option Menu F2

NUM CAPS Connect: 00:06:03

5

FILED
97 SEP 15 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

22 9/15/97

⑤

447000015229

ARTICLES OF INCORPORATION

of

NETLINX TELECOMMUNICATIONS CORPORATION

FILED

97 SEP 15 PM 3:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, in order to form a corporation for the purposes stated below, under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation is:

Netlinx Telecommunications Corporation

ARTICLE II. PURPOSE

The general nature of the business to be transacted by this corporation is as follows: Internet and telecommunication services.

To conduct its business and all its branches in the State of Florida, or in any other State or territories of the United States, District of Columbia, and the dependencies of the United States or in foreign countries as authorized by law, necessary to carry on the business of this corporation, or to promote any of the reasons for which the corporation is formed.

The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporate objective expressed above.

Prepared by: Vivian Beck
Intercontinental Business Management, Inc.
1390 N.E. 162 Street #B -- (305) 948-6777
North Miami Beach, FL 33162

447000015229

447000015229

ARTICLE III. SHARES

The maximum number of shares of stock that is authorized to be issued at any time is 1,000,000 shs of \$1 par value.

The shares of stock may be paid for in money, property, labor or services actually performed for the corporation, at a value to be fixed by the Stockholder and/or Directors.

ARTICLE IV. DURATION

This corporation shall have perpetual existence.

ARTICLE V. REGISTERED AGENT

The name and street address of the initial registered agent of this corporation is Roland de Gouveia, 4000 Crandon Blvd., Key Biscayne, Florida 33149.

ARTICLE VI. OFFICERS

This corporation shall have a President, a Vice-President, a Secretary and a Treasurer and may also have one or more additional Vice-Presidents, Assistant Secretaries and Assistant Treasurers, and such other officers and/or agents as it may deem necessary. All officers and agents will have powers and duties as stated in the By-Laws. The same person may hold two or more offices. At this time Roland de Gouveia will be President, Nicky Sheldon will be Secretary and Steve Gallegos will be Treasurer.

ARTICLE VII. INCORPORATOR

The name and address of the person signing these articles is Roland de Gouveia, 4000 Crandon Boulevard, Key Biscayne, FL, 33149.

Prepared by: Vivian Beck, Intercontinental Business Management, Inc. - 1390 N.E. 162nd Street #B, North Miami Beach, FL 33162

447000015229

ARTICLE VIII. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation, at the present time, shall be:

2550 N.W. 72 avenue #305, Miami, Florida 33122.

The undersigned incorporator(s) has(have) executed these Article of Incorporation this 1st day of August, 1997.


Incorporator, Roland de Gouveia

This document was prepared by:

Vivian Beck
Intercontinental Business
Management, Inc.
1390 N.E. 162nd Street-Suite B
North Miami Beach, FL 33162
(305) 948-8777

447000015229

447000015229

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Netlinx Telecommunications Corporation

2. The name and address of the registered agent and office is:

Roland de Gouveia
4000 Crandon Boulevard
Key Biscayne, FL 33149

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Roland de Gouveia

9/15/97

Date

97 SEP 15 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

447000015229