

EFFECTIVE DATE

11/1/97

P970000091272

TRANSMITTAL LETTER

October 21, 1997

Alexander Szlegr
3536 University Blvd. North.
Suite-194
Jacksonville, Florida 32277

Florida Department of State
Division of Corporations
P.O. BOX 6327
Tallahassee, Florida 32314

900002327269--4
-10/22/97--01102--007
****122.50 ****122.50

SUBJECT: Netlocate International Corporation.

Enclosed are an original and 1 copy of the Articles of Incorporation for the Subject Corporation and a check in the amount of \$122.50.

Thank you for your assistance.

Sincerely,



Alexander Szlegr, Incorporator
3536 University Blvd. North.
Suite-194
Jacksonville, Florida 32277

FILED
97 OCT 22 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

per D.A., I made
correction on certificate.

TM-10/23/97

**ARTICLES OF INCORPORATION
OF
NETLOCATE INTERNATIONAL CORPORATION**

The undersigned Incorporator desiring to form a Corporation in accordance with Chapter 607 of the Florida Statutes and adopt the following Articles of Incorporation.

I. NAME

The name of the corporation shall be Netlocate International Corporation.

II. PURPOSE

The purpose of the corporation is to engage in the business of the sale, marketing and development of computer hardware and software, including but not limited to the sale, marketing and development of the World Wide Web sites designated "netlocate.com" and "netlocate.net", and the transaction of any all lawful business for which corporation may be incorporated under the Florida Business Corporation Code.

III. DURATION

The term of the existence of the Corporation shall be perpetual. The corporation shall be authorized to do business as of November 01, 1997.

IV. CAPITAL STOCK

The number of shares of stock that the Corporation is authorized to have outstanding is 1,000,000. There shall be one category of stock.

V. CAPITAL

The amount of stated capital which the Corporation shall begin business with is \$100.00 .

VI. PRINCIPAL OFFICE OR PLACE OF BUSINESS

The principal office or place of business is:

Netlocate International Corporation
3536 University Blvd. North.
Suite-194
Jacksonville, Florida 32277

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TALLAHASSEE, FLORIDA

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VII. REGISTERD OFFICE AND REGISTERED AGENT

The initial registered agent and the address of the initial registered office of the Corporation in this State is:


Thomas Moilanen
1258 St. John's Bluff Rd
Jacksonville, Florida 32225

VIII. INCORPORATOR

The name and post office address of the Incorporator is:

Alexander Szlegr
3536 University Blvd. North
Suite-194
Jacksonville, Florida 32277

IN WITNESS WHEREOF, I have hereunto subscribed my name this 21st day of October, 1997.



Alexander Szlegr
Incorporator

STATE OF FLORIDA

SS:

COUNTY OF DUVAL

ON THIS DAY, before me, an officer duly authorized to administer oaths and take acknowledgments in the County and State aforesaid, personally appeared Alexander Szlegr who is well known to be Incorporator described herein and who executed the foregoing Articles of Incorporation of Netlocate International Corporation, and that he executed the same as such Incorporator for the purposes herein expressed.

WITNESS my hand and official seal at Jacksonville, Florida on this 21st day of October, 1997.


My Commission expires:



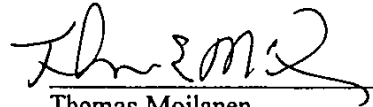
Jimmie B. Williams
MY COMMISSION # CC586350 EXPIRES
August 13, 2000
BONDED THRU TROY FAH INSURANCE, INC.

**CERTIFICATE DESIGNATION PLACE OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING REGISTERED AGENT UPON
WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

First, that Netlocate International Corporation, is desiring to organize under the Laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at, 3536 University Blvd. North, Suite-194, Jacksonville, Florida 32277/as ^{has named:} Thomas Moilanen its agent to accept service process within this State.

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with provisions of said Act relative to keeping open said office.



Thomas Moilanen
REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA