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11/06/97

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

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

ACCT#: 072450003255

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NAME: FUTURESTATE TECHNOLOGIES, INC.  
AUDIT NUMBER.....H97000018521

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

CERT. OF STATUS..0

PAGES.....7

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION  
FOR  
FUTURESTATE TECHNOLOGIES, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, in order to form a corporation under and pursuant to the provisions of the Laws of Florida for the purpose set forth below, hereby subscribed to these Articles of Incorporation.

**I.**

The name of the corporation shall be **FUTURESTATE TECHNOLOGIES, INC.**

**II.**

The purposes and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. Web page design and computer service and sales.

B. Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by

law.

Frank Quintero, Jr., P.A., Fla Bar. #: 399167  
815 Ponce de Leon Blvd.  
Ponce de Leon Blvd.  
Coral Gables, Florida 33134  
(305) 446-0303

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III.

The number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares at \$1.00 par value.

IV.

The amount of capital with which this corporation shall begin business shall be \$500.00.

V.

The existence of this corporation shall be perpetual.

VI.

The initial office of this corporation shall be located at 2701 S.W. 96 Avenue, Miami, Florida 33165.

VII.

The Board of Directors of this corporation shall consist of not less than one (1) and not more than ten (10) members.

VIII.

The name and address of the first Board of Directors, who shall, subject to these Articles of Incorporation, By-Laws, and the laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, and the number of shares of stock each agrees to take, the total aggregate amount of which shall be the sum of FIVE HUNDRED (\$500.00) DOLLARS, the amount of capital with which this corporation shall begin business, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>AMOUNT</u>
CARLOS C. SANCHEZ	2701 S.W. 96 Avenue Miami, Florida 33165	51	\$51.00

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**IX.**

The registered agent and the registered office for this corporation are: Carlos C. Sanchez, 2701 S.W. 96 Avenue, Miami, Florida 33165.

**X.**

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

**CARLOS C. SANCHEZ**  
2701 S.W. 96 Avenue  
Miami, Florida 33165

**XI.**

The officers of the corporation until the first meeting of the corporation Board of Directors, or until successors are elected, shall be:

<b>PRESIDENT:</b>	Carlos Sanchez, 2701 S.W. 96 Avenue, Miami, Florida 33165
<b>VICE PRESIDENT/SECRETARY:</b>	Miguel A. Fernandez, 2942 S.W. 34 Avenue, Miami, Florida 33133.
<b>VICE PRESIDENT:</b>	Daniel A. Primo, 7810 S.W. 85 Court, Miami, Florida 33143

**XII.**

This corporation shall be initially governed by the stockholders, notwithstanding other provisions of these Articles of Incorporation. At the discretion of the initial sole stockholder or the successor of all shares of the stockholder, or when there are two or more stockholders owning stock in the corporation, at a meeting held for that purpose, stockholders may elect to operate with a Board of Directors and officers as provided elsewhere in

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these Articles of Incorporation. At such time there shall be elected a minimum of three directors who shall hold office for one year after their election or until their successors are elected or appointed and have qualified. The stockholders shall also elect such persons to fill the offices of: PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURER, and such other offices as are permitted by the By-Laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the By-Laws.

WITNESS my hand and seal this 5 day of November, 1997.

  
CARLOS C. SANCHEZ

SWORN AND SUBSCRIBED TO before me in Miami, Dade County, Florida, this 5 day of November, 1997.

  
NOTARY PUBLIC, State of  
Florida at Large

My Commission Expires:



YAMILKY LOPEZ  
My Commission CC401363  
Expires Aug. 18, 1998  
Bonded by HA  
#11-422-1500

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**XIII.**

**ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT**

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

  
CARLOS C. SANCHEZ

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH  
PROCESS MAY BE SERVED**

In compliance with Chapter 607.034 Florida Statutes, the following is submitted:

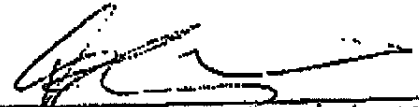
FIRST, FUTURESTATE TECHNOLOGIES, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named Carlos C. Sanchez, located at 2701 S.W. 96 Avenue, Miami, Florida 33165, County of Dade, State of Florida, as its agent to accept service of process within this State.

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# ACKNOWLEDGEMENT

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

  
Carlos C. Sanchez, Registered Agent

STATE OF FLORIDA )  
                              ) ss:  
COUNTY OF DADE )

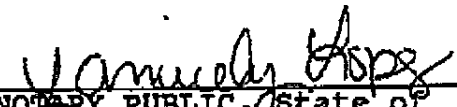
BEFORE ME, the undersigned authority, personally appeared, CARLOS C. SANCHEZ, who being first duly sworn by me, under oath, deposes and says:

1. I am CARLOS C. SANCHEZ, of FUTURESTATE TECHNOLOGIES, INC., to do business at 2701 S.W. 96 Avenue, Miami, Florida 33165.

FURTHER AFFIANT SAYETH NOT.

  
CARLOS C. SANCHEZ

SWORN AND SUBSCRIBED TO before me this 5 day of November, 1997, in Miami, Dade County, Florida.

  
NOTARY PUBLIC, State of  
Florida at Large

My commission expires:



YAMIRLY LOPEZ  
My Commission CC401363  
Expires Aug. 18, 1998  
Bonded by H&J  
903-422-1556

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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