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LAW OFFICE OF
DANIEL F. MARTINEZ, II, P.A.
ATTORNEY AT LAW

TEL: (813) 870-1180
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4144 N. ARMENIA AVENUE
SUITE 350
TAMPA, FLORIDA 33607

October 1, 1997

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****122.50 ****122.50

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

Re: Articles of Incorporation for Geoscapes Networking Solutions, Inc.

To the Reader:

Enclosed is an original and one copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation. Please file these documents in your usual manner.

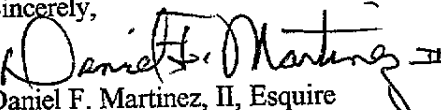
Additionally, please provide the undersigned with a certified copy of these Articles.

A check in the amount of One Hundred Twenty-two and 50/100 Dollars (\$122.50) is enclosed. This represents payment of fees for the following:

- Articles of Incorporation	\$ 35.00
- Designation of and Acceptance by A Registered Agent	35.00
- Certified Copy of Articles of Incorporation	<u>52.50</u>
TOTAL	\$ 122.50

Thank you for your attention in this matter.

Sincerely,


Daniel F. Martinez, II, Esquire
Registered Agent
Florida Bar No. 438405
4144 N. Armenia Avenue, Suite 350
Tampa, Florida 33601
(813) 870-1180

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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Enclosures

9/11-20-97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
GEOSCAPES NETWORKING SOLUTIONS, INC.**

The undersigned incorporators hereby form a corporation under Chapter 607 of the laws of the State of Florida .

ARTICLE I. NAME

The name of the corporation shall be:

GEOSCAPES NETWORKING SOLUTIONS, INC.

The address of the principal office of this corporation shall be 561 Robin Hill Circle, Brandon, Florida 33510, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 4144 N. Armenia Avenue, Suite 350, Tampa, Florida 33607, and the name of the initial registered agent of the

corporation at that address is Daniel F. Martinez, II, Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three directors, initially. The names and addresses of the initial members of the Board of Directors are:

Christopher N. Bethune Director	561 Robin Hill Circle Brandon, Florida 33510
Mark D. Griffis Director	561 Robin Hill Circle Brandon, Florida 33510
Terry S. Varga, II Director	3801 Sugar Creek Court Plant City, Florida 33567

ARTICLE VII. INCORPORATOR

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

Christopher N. Bethune
561 Robin Hill Circle
Brandon, Florida 33510


IN WITNESS WHEREOF, the undersigned have executed these articles of incorporation

on November 12, 1997.


CHRISTOPHER N. BETHUNE
Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

I, **DANIEL F. MARTINEZ, II, ESQUIRE** having been designated as the Registered Agent in the above and foregoing Articles, am familiar with and accept the appointment of the position of Registered Agent under section 607.0505, Florida Statutes. Further, I agree to comply with the provisions of all statutes relative the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent.


DANIEL F. MARTINEZ, II, ESQUIRE
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA