

Secretary of State  
Division of Corporation  
P. O. Box 6327  
Tallahassee, FL. 32314

P97000100406

Re: SKYNET TELECOMMUNICATIONS Inc.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Yours very truly,

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-11/26/97--01004--002  
\*\*\*\*122.50 \*\*\*\*122.50

KATRINA GORDON  
(individual's name)

SkyNet Telecommunications Inc.  
(name of corporation)

MAILING ADDRESS OF CORPORATION BELOW

Address: 931 E. PARKER ST.  
City: LAKELAND State: FL Zip: 33801  
(941) 616-9300  
Area code Phone number Ext.

Danny GAI  
AUTHORIZATION BY PHONE TO  
CORRECT at 11  
DATE 11-24-97  
DOC. EXAM BR

Danny GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT at 10, suffix  
DATE 11/25/97  
DOC. EXAM F.M.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF  
SKYNET TELECOMMUNICATIONS INC.

ARTICLE I. NAME

The name of this corporation shall be SKYNET TELECOMMUNICATIONS INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Incorporator. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of FLORIDA and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 50 shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this

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corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

#### ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this Corporation's Initial Board Of Directors shall be 2. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are: DANNY FERRER, 931 East Parker Street, Lakeland, Florida 33801, and KATRINA GORDON, 931 East Parker Street, Lakeland, Florida 33801.

#### ARTICLE VIII. INITIAL OFFICERS

The name and address of each individual who shall serve as an Officer are: President and Secretary, DANNY FERRER, 931 East Parker Street, Lakeland, Florida 33801; Vice-President and Treasurer, KATRINA GORDON, 931 East Parker Street, Lakeland, Florida 33801.

#### ARTICLE IX. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

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ARTICLE X. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office shall be: 931 East Parker Street, Lakeland, Florida 33801. The Registered office is the same location as the Principal office.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: KATRINA GORDON. (931 East Parker Street, Lakeland, FL 33801).

ARTICLE XI. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are: KATRINA GORDON, 931 East Parker Street, Lakeland, Florida 33801.

ARTICLE XII. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

Katrina Gordon  
KATRINA GORDON - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of SKYNET TELECOMMUNICATIONS. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for SKYNET TELECOMMUNICATIONS.

Katrina Gordon  
KATRINA GORDON - Registered Agent

State Of FLORIDA  
County Of POLK

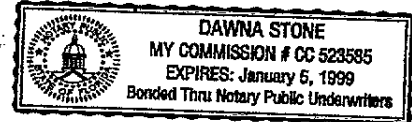
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On Nov. 20, 1997, KATRINA GORDON, designated above as the individual who shall serve as the corporation's initial incorporator, who is personally known to me, or produced a FLORIDA driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of SKYNET TELECOMMUNICATIONS.

Dawna Stone

Notary Public



(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number:

(SEAL)

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