

P98000002287

POST & ROMERO

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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CORAL GABLES, FLORIDA 33134

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 JAN -7 AM 10:25

LAW OFFICE OF  
CARLOS A. ROMERO, JR., P.A.  
CARLOS A. ROMERO, JR.  
ADMITTED  
FLORIDA  
ILLINOIS  
PUERTO RICO

ROBERT G. POST, P.A.  
ROBERT G. POST  
ADMITTED  
FLORIDA  
NEW YORK

January 5, 1998

BY EXPRESS MAIL #EM534271615US

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-01/07/98--01101--013  
\*\*\*\*122.50 \*\*\*\*122.50

**RE: INET COMPUTER SERVICES, INC. - GENERAL CORPORATE MATTERS**

Dear Gentlemen:

I enclose a check for \$122.50 to file the attached original and one copy of the articles of incorporation. We request that a certified copy of the filing be returned to us by Express Mail in the attached prepaid pouch.

Thank you.

Sincerely yours,

POST & ROMERO

  
Carlos A. Romero, Jr.  
For the Firm

CAR/kv

Encl. - art. of incorp. (original & copy)  
- FU(CAP) check # 2159

cc: Gary Manning

D. BROWN JAN - 9 1998

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**ARTICLES OF INCORPORATION**  
**OF**  
**INET COMPUTER SERVICES, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation is: INET Computer Services, Inc.

**ARTICLE II - NATURE OF BUSINESS**

This corporation may engage in any activity of business permitted under the laws of the United States, any State, or any foreign country.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of Common Stock with a par value of \$0.01 per share.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the Directors.

**ARTICLE IV - TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE V - DIRECTORS**

This corporation shall have three Directors. The number of directors may be

increased or decreased from time to time in such manner as may be prescribed by the bylaws. Directors need not be stockholders or residents of Florida.

This corporation is empowered to indemnify any officer, director, or shareholder in accordance with the Florida Statutes, as now and hereinafter amended.

#### **ARTICLE VI - INITIAL DIRECTOR**

The name and address of each member of the first Board of Directors are:

Eddy V. Ruiz  
9031 S.W. 32<sup>nd</sup> Street  
Miami, FL 33165

Gary Manning  
9031 S.W. 32<sup>nd</sup> Street  
Miami, FL 33165

Eddy V. Ruiz, Jr.  
9031 S.W. 32<sup>nd</sup> Street  
Miami, FL 33165

#### **ARTICLE VII - SUBSCRIBERS**

The name and address of each subscriber of these Articles of Incorporation are:

Gary Manning  
9031 S.W. 32<sup>nd</sup> Street  
Miami, FL 33165

#### **ARTICLE VIII - BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the stockholders.

#### **ARTICLE IX - CALLING OF SPECIAL MEETINGS**

Special meetings of stockholders may be called by the stockholders

representing 70% of the total outstanding voting power of all stockholders.

#### **ARTICLE X - STOCKHOLDER QUORUM AND VOTING**

Seventy percent of the total outstanding shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the stockholders.

If a quorum is present, the affirmative vote of seventy percent of the total outstanding shares entitled to vote on the subject matter shall be the act of the stockholders.

#### **ARTICLE XI - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by seventy percent of the total outstanding shares entitled to vote thereon.

#### **ARTICLE XII - AFFILIATED TRANSACTIONS**

This corporation elects not to be governed by the section of the Florida Business Corporation Act, as hereafter might be amended, dealing with affiliated transactions.

#### **ARTICLE XIII - INITIAL PRINCIPAL OFFICE OR MAILING ADDRESS**

The initial principal office or mailing address is as follows:

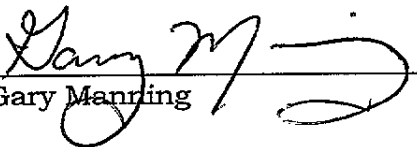
9031 S.W. 32<sup>nd</sup> Street  
Miami, FL 33165

The principal place of business may be changed by a majority of the members of the board of directors present at a validly convened meeting.

**IN WITNESS WHEREOF**, the Subscriber of these Articles of Incorporation has

MICRO/KETSY/DAILY]netArtInc corp 70%

hereunto set his hand and seal this 5 day of January, 1998.

  
Gary Manning

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

In compliance with Florida Statutes, the following is submitted. First - that "1" desiring to organize under the laws of the State of Florida with its principal office at 9031 S.W. 32<sup>nd</sup> Street, Miami, FL 33165, has named Eddy V. Ruiz, Jr., located at 9031 S.W. 32<sup>nd</sup> Street, Miami, FL 33165, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

(MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office. The registered agent is familiar with, and accepts, the obligations provided under the Florida Business Corporation Act.

**REGISTERED AGENT:**

By: \_\_\_\_\_

Eddy V. Ruiz, Jr.  
9031 S.W. 32<sup>nd</sup> Street  
Miami, FL 33165