

James Pritula
810 Saturn Street, #222-16
Jupiter, Florida 33477

P9800000 10191

January 15, 1998

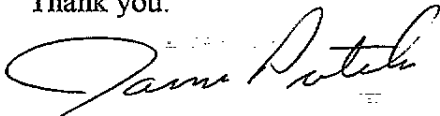
Department of Corporations
Tallahassee, Florida

Gentlemen:

Please file the following corporation Articles. Enclosed is the filing fee.
Please send the filed papers to:

James Pritula
810 Saturn Street, #222-16
Jupiter, Florida 33477

Thank you.



James Pritula

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten signature and date 1/30/98

**ARTICLES OF INCORPORATION
OF**

SOUTHERN INTERNET TECHNOLOGIES, INC.

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation is SOUTHERN INTERNET TECHNOLOGIES, INC.

ARTICLE II

Duration

The term of existence of the Corporation shall be perpetual.

ARTICLE III

Principal Office

The address of the principal office of this Corporation is 3931 RCA Blvd., Suite 3122, Palm Beach Gardens, Florida 33410 and the mailing address is the same.

ARTICLE IV

Corporate Purposes, Powers and Rights

The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the General Corporation Act of Florida.

ARTICLE V

Capital Stock

1. The maximum number of shares of capital stock which the Corporation has the authority to issue is 100,000 shares of Common Stock, each share having \$.001 par value each, which shares shall be designated "Common Stock".

2. The Board of Directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

3. The Board of Directors of the Corporation may by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE VI

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders herein or any amendment hereto are granted subject to this reservation.

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ARTICLE VII

Bylaws

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE VIII

Indemnification

The Corporation shall indemnify any present or former incorporator, employee, agent, officer or director to the full extent permitted by law.

ARTICLE IX

Effective Date

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE X

Board of Directors

The number of members of the Board of Directors may be increased or decreased from time to time by the bylaws, but there shall never be less than one.

ARTICLE XI

Initial Board of Directors

The name and address of the member of the first Board of Directors is: James S. Pritula, 3931 RCA Blvd., Suite 3122, Palm Beach Gardens, Florida 33410.

ARTICLE XII

Registered Office and Registered Agent

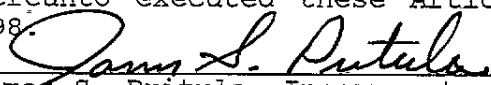
The initial address of the registered office of this Corporation is 3931 RCA Blvd., Suite 3122, Palm Beach Gardens, Florida 33410. The name and address of the registered agent of this Corporation is James S. Pritula, 3931 RCA Blvd., Suite 3122, Palm Beach Gardens, Florida 33410.

ARTICLE XIII

Incorporator

The name and address of the incorporator of this Corporation is James S. Pritula, 3931 RCA Blvd., Suite 3122, Palm Beach Gardens, Florida 33410.

IN WITNESS WHEREOF, the undersigned hereunto executed these Articles of Incorporation this 25th day of January 1998.


James S. Pritula, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

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 of Registered Agent and agree to comply with the provision of said statute relative in keeping said office open.


James S. Pritula