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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ

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NAME: NET ON INTERNATIONAL CORP.

AUDIT NUMBER.....H98000004369

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

CERT. OF STATUS..1

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CERTIFICATE OF INCORPORATION
OF
NET ON INTERNATIONAL CORP

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I - NAME

The name of the corporation shall be:

NET ON INTERNATIONAL CORP

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8586 NW 72 STREET
MIAMI, FL 33166

ARTICLE III --PURPOSE

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 (one) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared by: Yesit J. Campo
9572 NW 41 Street
Miami, FL 33178
(305) 593-2003

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ARTICLE VI-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

EDI LUIS DE OLIVEIRA
8586 NW 72 STREET
MIAMI, FL 33166

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initial directors of this corporation are:

EDI LUIS DE OLIVEIRA	8586 NW 72 STREET
PRESIDENT	MIAMI, FL 33166

RENATO LOPES	8586 NW 72 STREET
VICE-PRES/SECRETARY	MIAMI, FL 33166

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator to these articles is:

EDI LUIS DE OLIVEIRA
8586 NW 72 STREET
MIAMI, FL 33166

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

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ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal the by-laws shall be vested in the board of directors and the shareholders. In witness whereof, the undersigned, incorporator has executed these articles of incorporation this 4th day of March, 1998


EDI LUIS DE OLIVEIRA

CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSED:

That NET ON INTERNATIONAL CORP to organize under the laws of the state of Florida has appointed EDI LUIS DE OLIVEIRA of 8586 NW 72 STREET, MIAMI, FL 33166 as its registered agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named by the first board of directors of NET ON INTERNATIONAL CORP to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the applicable provisions of the Florida Statutes, this 4th day March, 1998


EDI LUIS DE OLIVEIRA
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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