

P98000039856

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Bestreet of Palm Coast
Inc

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Art of Inc. File _____
LTD Partnership File _____
Foreign Corp. File _____
L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
☒ Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
☒ Cert. Copy _____
Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

FILED
JUN 19 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
JUN 19 AM 10:06
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Amend + Restated

06-19-00

Signature

CC

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

LS 6/19/00 9:41

RESTATED AND AMENDED ARTICLES OF INCORPORATION

OF

BESTNET OF PALM COAST, INC.

Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, the undersigned corporation, pursuant to a majority vote of its shareholders, hereby adopts the following Restated and Amended Articles of Incorporation which supersede, modify and amend the original Articles of Incorporation as filed on April 30, 1998, effective on May 1, 1998, with the Florida Secretary of State:

ARTICLE I

The name of the Corporation shall be **BESTNET OF PALM COAST, INC.**

ARTICLE II

The street address of the initial principal office of the corporation shall be:

St. Joe's Business Center
4984 Palm Coast Parkway
Palm Coast, Florida 32137

ARTICLE III

The purpose for which this Corporation is organized is to engage in and transact any and all lawful business or activity for which corporations may be permitted to conduct under the laws of the United States of America and of this State.

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JUN 19 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV

The maximum number of shares of common stock which may be issued by this Corporation is One Million Five Hundred Thousand (1,500,000) shares of common stock, \$.02 par value per share. Each holder of common stock shall be entitled to cast one (1) vote for each share of common stock owned on all matters submitted to shareholders for a vote. On all matters submitted to the shareholders for a vote including the election of directors, a plurality of the votes cast by the shares entitled to vote in an election at a meeting for which a quorum is present shall be required for approval of such matters. A quorum shall be established in the By-Laws by the Board of Directors.

ARTICLE V

The Corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE VI

The registered agent of this Corporation shall be:

ROBERT MARK ELLINS

The registered office of this Corporation shall be located
at:

St. Joe's Business Center
4984 Palm Coast Parkway
Palm Coast, Florida 32137

ARTICLE VII

The business of the Corporation shall be conducted and managed by a Board of Directors consisting of not less than one (1) member. The Board of Directors shall be elected by the shareholders.

The Board of Directors shall consist of the following individuals who shall serve until the annual shareholder's meeting:

<u>Name</u>	<u>Address</u>
Robert M. Ellins	117 Braddock Lane Palm Coast, Florida 32137
Kathleen Frassrand	36 Royal Tern Lane Palm Coast, Florida 32164
Donna Ellins	117 Braddock Lane Palm Coast, Florida 32137
Thomas Frassrand	36 Royal Tern Lane Palm Coast, Florida 32164

ARTICLE VIII

The Corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE IX

No contract or other transaction between the Corporation and any other firm or corporation shall be affected or invalidated by reason of the fact that any one or more of the directors or officers of this Corporation is or are interested in, or is a member, stockholder, director or officer, or are members, stockholders, directors or officers of such other firm or corporation; and any director or officer, individually or jointly, may be a party or parties to, or may be interested in, any contract or transaction of this Corporation or in which this Corporation is interested, and no contract, act or transaction of this Corporation with any other person or persons, firm, association or corporation, shall be affected or invalidated by reason of the fact that any director or officer of the Corporation is a party

or are parties to, or are interested in such contract, act or association or corporation.

ARTICLE X

The name and street address of the Incorporator is:

Robert Mark Ellins

St. Joe's Business Center
4984 Palm Coast Parkway
Palm Coast, Florida 32137

The foregoing restated articles of incorporation restate and integrate and amend in accordance with Section 607.1006, Fla. Stat., the provisions of the corporation's articles of incorporation as theretofore amended. The amendments contained herein were approved by a majority vote of the shareholders at a special meeting held for such purposes on June 1, 2000.

Dated this 1st of June, 2000.

BESTNET OF PALM COAST, INC.

By Robert Mark Ellins
Robert Mark Ellins
Incorporator

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

In compliance with the laws of the State of Florida, the following is submitted:

First, that:

BESTNET OF PALM COAST, INC.

desiring to organize under the laws of the State of Florida has named:

Robert Mark Ellins

of St. Joe's Business Center, 4984 Palm Coast Parkway, Palm Coast, Florida 32137, as its statutory registered agent.

Having been named the statutory agent of the above corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Dated this 1st day of June, 2000.


Robert Mark Ellins
Registered Agent