

# P980000041924

Steven D. Kimmel

Requestor's Name

5401 Collins Ave #M1

Address

Miami Beach, FL 33140

City/State/Zip

Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Videonet Corporation  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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-05/05/98-01132-013  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

☐ Walk in

☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

**FILED**  
98 MAY -5 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dmc  
5/8/98

Examiner's Initials

**ARTICLES OF INCORPORATION**  
**OF**  
**VIDEONET CORPORATION**

**FILED**  
98 MAY -5 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby establishes the following for the purposes of becoming a corporation under the laws of the State of Florida, by and under the provision of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

**ARTICLE I**

The name of the corporation shall be VIDEONET CORPORATION.

**ARTICLE II**

This Corporation is organized for the following purposes: To engage in the business of communications, tele-communications, consulting, sale of hardware and any other business relating thereto.

**ARTICLE III**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: thirty million (30,000,000) Shares of Common Stock, comprised of Class A and Class B shares of stock, of which the Class B shares shall be equivalent to 2 shares of Class A stock.

**ARTICLE IV**

There shall be no preemptive rights.

**ARTICLE V**

This corporation shall have perpetual duration unless sooner dissolved by law.

**ARTICLE VI**

Initial Registered Office and Agent.

The business and mailing address of the Corporation and street address of the initial registered office of the Corporation is: 5401 Collins Ave., #M1, Miami Beach, Fl. 33140, and the name of the initial registered agent of the Corporation at that address is Steven D. Kimmel.

## **ARTICLE VII**

### **Initial Board of Directors.**

This Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the Board of Directors pursuant to the by-laws but shall never be less than one (1). The name and address of the initial director of this Corporation is as follows;

Steven D. Kimmel  
5401 Collins Ave., #M1  
Miami Beach, Fl. 33140

## **ARTICLE VIII**

### **Bylaws.**

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and shareholders of the Corporation.

## **ARTICLE IX**

### **Indemnification.**

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

## **ARTICLE X**

The following special provisions shall govern this corporation:

A. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding office or being a director of the Corporation.

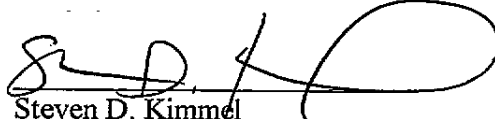
B. No contract or other transaction between the Corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the officers or directors of the Corporation is or are interested in or is an officer or director or are officers or directors of such other corporations, and any officer, officers or directors, individually or jointly, may be a party or parties to or may be interested in any such contract or transaction of the Corporation or in which the Corporation is interested; and no contract, act, transactions of the Corporation with any person or persons, firm, or corporation, in the absence of fraud, shall be affected or invalidated by the fact that any officer, officers or directors of the Corporation is a party or are parties to or interested in such contract, act or transaction, or in any other way connected with such person or persons, firm or corporation, and each and every person who may become an officer or director of this Corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the Corporation for the benefit of himself or any other firm, association or other corporation in which he may be anyway interested.

ARTICLE XI

Incorporator.

The name and address of the person signing these Articles is as follows:  
Steven D. Kimmel, 5401 Collins Ave., #M1, Miami Beach, Fl. 33140

IN WITNESS HEREOF, the undersigned subscriber has executed these Articles of Incorporation  
this 4 day of May, 1998.



Steven D. Kimmel  
Incorporator and accepting the designation  
as registered agent of the corporation.

STATE OF FLORIDA}

COUNTY OF DADE}

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and  
County set forth above, personally appeared Steven D. Kimmel known to me and who has  
produced a driver's license as identification and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State  
and County aforesaid this 4 day of May, 1998.

By: Blanche P. Back

Notary Public  
State of Florida at Large  
Commission #: CC 584756  
My Commission expires:  
10/23/2000

