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CHUCK MOGBO, P.A.

Certified Public Accountant

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2331 North State Road 7

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Tel (954) 739-4669

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June 1, 1998

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Department of State
Division of Corporations
406 East Gains Street
Tallahassee, FL 32399

ATTENTION: KAREN BEYER

Dear Sirs,

RE: CHARLOTTE'S WEB, Inc.

FILED
98 JUN -2 PM 2:53
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Enclosed is an Article of Incorporation along with check for \$122.50 for incorporation with the State of Florida. Upon completion, please return same in the attached return Airborne Express envelope.

If I can be of further assistance, please call me at (954-739-4669).

Respectfully Your,

Chuck Mogbo, P.A.

Chuck Mogbo, P.A.

~~Karen~~ Karen
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Encs.
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Airbill # 2716018826

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ARTICLES OF INCORPORATION

FOR

CHARLOTTE'S WEB NET, INC.

The undersigned incorporate(s), for the purpose of forming a corporation under the Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: CHARLOTTE'S WEB NET, INC.

ARTICLE II - PRINCIPAL OFFICE

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

7631 HAMPTON BLVD.
NORTH LAUDERDALE, FL 33068

ARTICLE III - CAPITAL STOCK

The number of share of stock that this corporation is authorized to have outstanding at any one time is:

10000 SHARE HAVING A PAR VALUE OF ONE DOLLAR
(\$1.00) PER SHARE. THE CONSIDERATION TO BE PAID
FOR EACH SHARE OF STOCK SHALL BE FIXED BY THE
BOARD OF DIRECTORS.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

CHUCK MOGBO, P.A.
2331 N. STATE ROAD 7
SUITE 124
LAUDERHILL, FL 33313
(954) 739-4669

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TALLAHASSEE, FLORIDA

ARTICLE V - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

CHARLOTTE HADDOCKS
7631 HAMPTON BLVD
NORTH LAUDERDALE, FL 33068

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this
29TH day of MAY, 1998.

Haddock, Charlotte
Signature

STATE OF FLORIDA

COUNTY OF BROWARD

Before me, the undersigned authority, duly authorized to administer oaths and take acknowledgements, personally appeared the subscriber(s), who after first being duly sworn, executed the foregoing Certificate of Incorporation, freely and voluntarily for the purpose therein expressed.

In witness whereof, I have hereunto set my hand and official seal at Fort Lauderdale, said county and state, this 29 day of May, 1998.

Ann Marie Bailey
NOTARY PUBLIC State of Florida
at Large

My commission expires:



ARTICLE VI - NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other State, County, Territory or Nation.

ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII - OFFICERS

The name(s) and post office address(es) of the members of the Board of Directors and officer(s) who shall hold office for the corporation is (are) as follows:

CHARLOTTE HADDOCKS/PRESIDENT
7631 HAMPTON BLVD
NORTH LAUDERDALE, FL 33068

ARTICLE IX - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE X - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

ARTICLE XI - PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XII - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: CHARLOTTE'S WEB NET, INC.
2. The name and address of the registered agent and office is:

CHUCK MOGBO, P.A.
2331 N. STATE ROAD 7
SUITE 124
LAUDERHILL, FL 33313
TEL: (954) 739- 4669

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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HAVING BEEN NAMED AS REGISTERED AGENT AND 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. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: _____

CHUCK MOGBO, PRESIDENT

DATE: _____

05/29/98