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**E. C. WATKINS, JR.**  
ATTORNEY AT LAW

802 EAST BAKER STREET  
PLANT CITY, FLORIDA 33566  
(813) 752-6589

PERSONAL INJURY  
GENERAL PRACTICE  
APPELLATE PRACTICE

August 17, 1998

Honorable Sandra Mortham  
Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

600002619996--2  
-08/19/98--01071--010  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Qwik.Net Corporation

Dear Sir or Ms.:

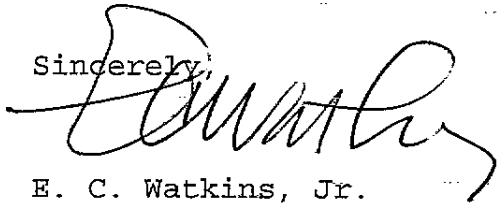
Enclosed are the Articles of Incorporation of the above referenced corporation, along with an exact copy of same.

Also enclosed is a check for \$122.50 for the following:

- (1) Filing Articles - \$35.00.
- (2) Certified copy of Articles - \$52.50.
- (3) Filing Registered Agent Designation - \$35.00

Please return the copy to me at the above address. Thank you for your prompt service.

Sincerely,



E. C. Watkins, Jr.

ECW:psw  
Enclosure

**FILED**  
98 AUG 19 AM 11:46  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*W-98-19192*

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**QWIK.NET SYSTEMS, INC..**

The undersigned, for the purpose of forming corporation under the Florida Business Corporation Act, hereby adopt the following articles of incorporation.

**ARTICLE ONE**

NAME

The name of the corporation is QWIK.NET SYSTEMS, INC..

**ARTICLE TWO**

DURATION

The term of existence of the corporation shall be perpetual.

**ARTICLE THREE**

PURPOSE

The purpose for which the corporation is organized is to engage in the production, sale and distribution of computer-based "internet" communications and services, and to engage in any other business activity for profit; the corporation may, however, transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE FOUR**

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 1000 all of which shall be common shares of par value of \$1.00 per share.

**ARTICLE FIVE**

PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury

shares.

**ARTICLE SIX**

PRINCIPAL OFFICE

REGISTERED OFFICE

The street address of the initial principal office and the initial registered office of the corporation is 802 East Baker Street, Plant City, Florida 33566, and the name of the initial registered agent at that address is Curtis E. Falany.

**ARTICLE SEVEN**

BOARD OF DIRECTORS

The Board of Directors of the corporation shall consist of not less than one nor more than seven members. The names and addresses of the first Board of Directors are:

(1) Curtis E. Falany - 702 West Saunders Street, Plant City, Florida, 33566.

**ARTICLE EIGHT**

COMMENCEMENT OF EXISTENCE

This corporation shall be deemed to commence existence on the 17th day of August, 1998, or as otherwise required under the Florida Business Corporation Act.

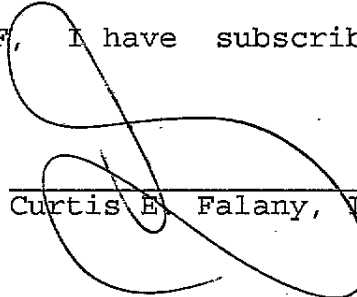
**ARTICLE NINE**

INCORPORATOR

The name and address of the incorporator is:

Curtis E. Falany - 702 West Saunders Street, Plant City, Fl. 33566.

IN WITNESS WHEREOF, I have subscribed my name this 27<sup>th</sup> day of August, 1998.

  
\_\_\_\_\_  
Curtis E. Falany, Incorporator

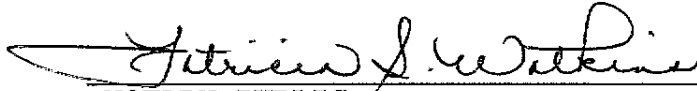
STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 27<sup>th</sup>

day of August, 1998, by Curtis E. Falany, who is personally known  
to me or who has produced \_\_\_\_\_ as  
identification and who did/did not take an oath. He stated that he  
executed the same freely and voluntarily for the purposes expressed

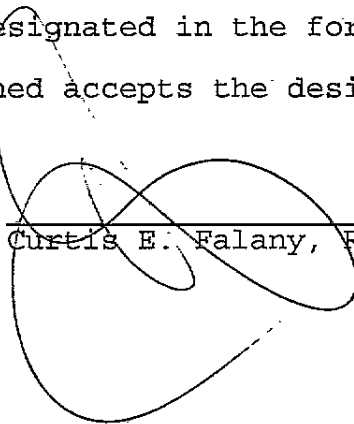


  
\_\_\_\_\_  
NOTARY PUBLIC

**CONSENT OF INITIAL REGISTERED AGENT**

HAVING BEEN NAMED as initial registered agent for this  
corporation at the office designated in the foregoing Articles of  
Incorporation, the undersigned accepts the designation.

Date: 8/27/98

  
\_\_\_\_\_  
Curtis E. Falany, Registered Agent

**FILED**  
98 AUG 19 AM 11:46  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA