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SANDRA J. AUGUSTINE
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Ocala, Florida 34475

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Reply To:
Post Office Box 6733
Ocala, Florida 34478

P98000087986

August 9, 1998

Department of State
Division of Corporations
Post Office box 6327
Tallahassee, Florida 32314

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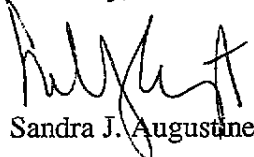
Re: Local Technologies, Inc.

Dear Sir or Madame:

Enclosed are the original and one copy of the articles of incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50, representing the fees for filing and a certified copy. Please return the certified copy to me at the address shown on this letterhead.

Thank you for your consideration in this matter.

Sincerely,


Sandra J. Augustine

enclosure

FILED
98 OCT 14 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH OCT 14 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 14, 1998

SANDRA J. AUGUSTINE, ESQ.
108 N. MAGNOLIA AVE., STE.404
OCALA, FL 34475

SUBJECT: LOCALS.NET, INC.
Ref. Number: W98000018557

We have received your document for LOCALS.NET, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 298A00042315

FILED

98 OCT 14 PM 4:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
FOR
LOCAL TECHNOLOGIES, INC.**

The undersigned, desiring to form a corporation in accordance with Chapter 607, Florida Statutes, the Florida General Corporation Act, adopts and files the following Articles of Incorporation.

**Article One
NAME**

The name of this corporation shall be:

LOCAL TECHNOLOGIES, INC.

**Article Two
PRINCIPAL OFFICE OF CORPORATION**

The street address of the principal place of business of the corporation shall be 409 Oak Hill Drive, Altamonte Springs, Florida 32701. The mailing address of the corporation shall be Post Office Box 940944, Maitland, Florida 32794-0944.

**Article Three
PURPOSE**

The corporation is formed for the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

**Article Four
DURATION**

The term of existence of the corporation is perpetual.

**Article Five
ISSUANCE OF SHARES**

The number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000. All shares of stock of the corporation shall be common shares.

**Article Six
REGISTERED AGENT**

The location and address of the corporation's initial registered office in Florida is 108 N. Magnolia Avenue, Suite 404, Ocala, Florida 34475. The initial registered agent at the registered office is Sandra J. Augustine.

**Article Seven
INCORPORATORS**

The names and street addresses of the incorporators to these articles of incorporation are:

Sandra J. Augustine
Post Office Box 6733
Ocala, Florida 34478

**Article Eight
INITIAL DIRECTORS**

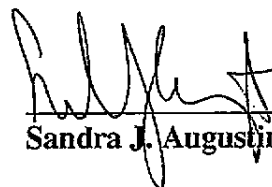
The names and street addresses of the initial directors of the corporation are:

DAVID J. AUGUSTINE
409 Oak Hill Drive
Altamonte Springs, Florida 32701

**Article Nine
AMENDMENT**

These articles of incorporation may be amended at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise the majority of the voting power of the corporation, or any greater number that may then be required by statute, shall be binding on every shareholder of the corporation as fully as if each shareholder had voted for the change.

IN WITNESS WHEREOF we have signed these articles of incorporation on this 8 day of October, 1998.

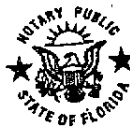


Sandra J. Augustine

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 13th day of October, 1998 ~~September, 1992~~
by Sandra J. Augustine who are personally known to me or produced
as identification and who did not take an oath.

My commission expires: 03-04-00



KARI P. MONROE
My Commission CC537135
Expires Mar. 04, 2000

Kari P. Monroe
Notary Public - State of Florida
KARI P. MONROE
Typed or Printed name of Notary

ACCEPTANCE OF REGISTERED AGENT
OF
LOCAL TECHNOLOGIES, INC.

Having been named to accept service of process for **LOCAL TECHNOLOGIES, INC.**,
at the place designated above in these articles of incorporation, I agree to act in this capacity and
agree to comply with the provisions of Section 48.091, Florida Statutes, as well as all other
statutes relating to the proper and complete performance of my duties. I am familiar with and
accept the obligations of my position as registered agent

DATED this 8 day of October, 1998.

Sandra J. Augustine
Sandra J. Augustine

FILED
98 OCT 14 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA