

P980000091767

CAPITAL CONNECTION, INC.

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

ETS Connects, Inc.

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OCT 28 1998

ARTICLES OF INCORPORATION

OF

ETS CONNECTS, INC.

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ARTICLE I - CORPORATE NAME

The name of this corporation is ETS CONNECTS, INC., whose principal office and mailing address is 2330 Commerce Park Drive, N.E., #5, Palm Bay, Florida 32905.

ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 10,000,000 shares of common stock having a par value of One Cent (\$0.01) per share.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and street address of the initial Registered Office of this corporation in the State of Florida shall be:

**MARK SLEY
2330 Commerce Park Drive, N.E., #5
Palm Bay, Florida 32905**

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

ARTICLE VII - INITIAL DIRECTORS

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

MARK SLEY
2330 Commerce Park Drive, N.E., #5
Palm Bay, Florida 32905

DAVE PROVENCHER
2330 Commerce Park Drive, N.E., #5
Palm Bay, Florida 32905

JOHN LONERGAN
2330 Commerce Park Drive, N.E., #5
Palm Bay, Florida 32905

ARTICLE VIII - INCORPORATOR


The name and street address of the person signing these Articles of Incorporation as the initial incorporator is:

MARK SLEY
2330 Commerce Park Drive, N.E., #5
Palm Bay, Florida 32905

ARTICLE IX - AMENDMENT

The shareholders shall have the power to adopt, amend, or repeal the Articles of Incorporation when proposed and approved at a shareholder's meeting with not less than a majority vote of the common stock.

IN WITNESS WHEREOF, the undersigned, as the initial incorporator, has executed the foregoing Articles of Incorporation on this 27th day of October, 1998.

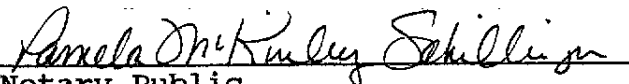


MARK SLEY

STATE OF FLORIDA
COUNTY OF BREVARD

Before me personally appeared MARK SLEY, who is personally known to me or who produced FL DRIVER LICENSE 340055060374 as identification and who did take an oath, and who executed the foregoing Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that he made and executed the Articles of Incorporation as incorporator of the corporation for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at West Melbourne, Brevard County, Florida, this 27th day of October, 1998.



Notary Public
Print Name: _____
My Commission Expires: _____



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That ETS CONNECTS, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in Palm Bay, Brevard County, Florida, has named **MARK SLEY**, 2330 Commerce Park Drive, N.E., #5, Palm Bay, Florida 32905, as its agent to accept service of process within the State.

ACKNOWLEDGEMENT: Having been named to accept service of process for the above stated corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of said Act and Chapter 607, Florida Statutes, relative to keeping open said office.



MARK SLEY
Registered Agent

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