

P98000092881
interkem INC.

INTERNATIONAL SALES AND MARKETING



October 28, 1998

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100002676701--1
-10/30/98--01045--017
*****78.75 *****78.75

Gentlemen:


We recently submitted Articles of Amendment changing the name of Interkem of Ohio, Inc. Our understanding is that this application is on hold as we failed to include our check.

We have now decided to withdraw this change in name and form a Florida Corporation using the name "Internexx, Inc."

We enclose the related forms and our check for \$78.75.

Thank you for your assistance.

Sincerely,


Robert H. Swan

RHS/df

Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 30 AM 2:36

B. BROCK NOV 2 1998

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 30 AM 2:36

ARTICLE I NAME

The name of the corporation shall be:

Internexx, Inc.

ARTICLE II PRINCIPAL OFFICE

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

905 E. Martin Luther King Jr. Dr., Suite 300
Tarpon Springs, FL 34689

ARTICLE III SHARES

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

100,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Robert H. Swan
905 E. Martin Luther King Jr. Dr., Suite 300
Tarpon Springs, FL 34689

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Robert H. Swan
905 E. Martin Luther King Jr. Dr., Suite 300
Tarpon Springs, FL 34689



Signature/Incorporator



Date

(An additional article must be added if an effective date is requested.)

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 accept the appointment as registered agent and 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 obligations of my position as registered agent



Signature/Registered Agent



Date