**CORPORATE** ACCESS,

INC.

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800)-969-1666. Fax (904) 222-1666

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# CERTIFICATE OF INCORPORATION -OF-

Net Authority, Inc.

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the Provisions of the Statutes of the said State of Florida.

### ARTICLE I

The name of this Corporation shall be:

ARTICLE II

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any time is Four Thousand shares of common stock, having a par value of One Penny (\$.01) per share.

#### ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than Four Thousand DOLLARS.

#### ARTICLE V

This Corporation shall exist perpetually unless sooner dissolved according to law.

### ARTICLE VI

The initial street address of the principal office of the corporation shall be:

2912 Douglas Rd. Coral Gables, Fl. 33134

#### ARTICLE VII

The number of Directors of this corporation shall be at least one (I) and no more than five.

#### ARTICLE VIII

The names and street addresses of the members of the first Board of Directors of this Corporation are as follows:

President - Martin D. Stern 2912 Douglas RD, Coral bebles, Fl. 33134 Vice President - Wendy Petnam 2912 Duglas PD, Cont Gables F1.33134 Treasurer - Bruce I. Yegewel 2912 Douglas RD, Coral Gables, F1.33134 ARTICLE IX

The names and street addresses of the persons signing these Articles of Incorporation as subscriber is as follows: Martin D. Stern

29/2 Douglas Rd, Coral Gable, FI 33/34 ADDRESS 29/2 Douglas Rd, Coral Gables, FI 33/34 ADDRESS

## ARTICLE X

The corporate existence of this corporation shall begin on the date on the Articles of Incorporation that are filed on record with the State.

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

IN COMPLIANCE WITH SECTION 607.325 FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:
FIRST THAT Net Authority Inc. (NAME OF CORPORATION)
WITH ITS PLACE OF BUSINESS AT 2912 Douglas Rd, Coral Galles, F1, 33134  (ADDRESS, CITY)
HAS NAMED Martin D. Stern (NAME OF REGISTERED AGENT)
LOCATED AT 29/2 Dougles Al, Cora Gas les, A. 33/34  (MUST BE STREET ADDRESS AND # OF BLDG.)
_
CITY OF Local Gasles , STATE OF FL., AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FL.
SIGNATURE Corporate Officer
TITLE President
DATE 12/8/98
Having been named to accept service of process for the above state corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I furthur agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Fl. Statutes.
SIGNATURE Martin D. Stern

Bureau of Corporate Records, P.O. Box 6327, Tallahassee, Florida 32314

(Registered Agent)