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ACCOUNT NO. : 072100000032

REFERENCE : 095948 7171905

AUTHORIZATION :

Patricia Pizub

COST LIMIT : \$ 78.75

ORDER DATE : January 12, 1999

ORDER TIME : 2:25 PM

ORDER NO. : 095948-005

500002738545--4

CUSTOMER NO: 7171905

CUSTOMER: Mr. Seth I. Cohen
SETH I. COHEN, P.A.
SETH I. COHEN, P.A.
Suite 105
2499 Glades Road
Boca Raton, FL 33431

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99 JAN 12 PM 3:06
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: DIGIROCK NETWORKS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

8/11/99

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

DIGIROCK NETWORKS, INC.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I: NAME OF CORPORATION

The name of the Corporation shall be DIGIROCK NETWORKS, INC.

ARTICLE II: PURPOSE

The purpose for which this Corporation is organized is to engage in any lawful activity or to transact any lawful business for which corporations may be incorporated pursuant to the Florida Business Corporation Act, Chapter 607, Florida Statutes, as amended.

ARTICLE III: PRINCIPAL OFFICE

The principal office and mailing address of the Corporation is 3594 South Ocean Boulevard #307, Highland Beach, Florida 33487.

ARTICLE IV: TERM OF EXISTENCE

The Corporation shall exist perpetually.

ARTICLE V: CAPITAL STOCK

The total authorized capital stock of the Corporation shall be Fifty Thousand (50,000) shares of common stock having a par value of \$1.00 per share. All of said stock shall be payable in cash,

patents, stock, notes, accounts, claims, real estate or other property at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, but not labor or services, may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE VI: REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation is 3594 South Ocean Boulevard #307, Highland Beach, Florida 33487. The name of the initial registered agent at that address is John Lachman, Jr.

ARTICLE VII: BOARD OF DIRECTORS

The business of the Corporation shall be managed by its Board of Directors, the number of which shall be determined in accordance with the Bylaws of the Corporation. Initially the Board of Directors shall consist of one (1) member, the name and address of which is:

<u>NAME</u>	<u>ADDRESS</u>
John P. Lachman, III	3594 South Ocean Boulevard #307 Highland Beach, Florida 33487

The initial Director may serve from time to time and may, by resolution, fix the number constituting the Board of Directors and may also name the persons to fill vacancies on the Board of Directors created by an increase in the number of Directors which occurs between annual meetings.

ARTICLE VIII: PREEMPTIVE RIGHTS

Holders of common stock of the Corporation shall have the right to subscribe for and purchase their pro rata shares of any new common stock which may be issued by the Corporation

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at the price at which the new common stock is offered to others.

ARTICLE IX: INCORPORATOR

The name and address of the person signing these Articles of Incorporation as Incorporator is:

John P. Lachman, III
3594 South Ocean Boulevard, #307
Highland Beach, Florida 33487

ARTICLE X: INDEMNITY

It is the intention of the Corporation to indemnify its Officers, Directors, employees and agents to the extent permitted by Section 607.014, Florida Statutes.

IN WITNESS WHEREOF, the undersigned Incorporator executed these Articles of Incorporation this 8 day of January, 1999.


JOHN P. LACHMAN, III

The undersigned, named as the registered agent in Article VI of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that she is familiar with and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.325.


JOHN LACHMAN