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Florida Department of State  
Division of Corporations  
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**FLORIDA PROFTT CORPORATION OR P.A.**

**ON-LINE INDUSTRIES, INC.**

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

January 26, 1999

FAS-T CORP

SUBJECT: ON-LINE INDUSTRIES, INC.  
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ARTICLES OF INCORPORATION  
OF

ON-LINE INDUSTRIES, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be:

ON-LINE INDUSTRIES, INC.

The principal place of business of this corporation shall be:

11111 Biscayne Blvd., #2010 Miami, FL 33181

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

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

100 Shares at no par value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Lynn Neldberg, Director  
11111 Biscayne Blvd., #2010  
Miami, FL 33181

Prepared By: David P. Ryan  
2655 LeJeune Rd., #804  
Coral Gables, FL 33134  
Tel: (305) 442-9535

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Lynn Neldberg  
1111 Biscayne Blvd. #2010  
Miami, FL. 33181

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have)  
executed these Articles of Incorporation this 1-18  
day of 99.

Signature(s) of Incorporator(s)

Lynn Neldberg

Prepared By : DAVID P. RYAN  
2655 LE JEUNE RD. # 804  
CORAL GABLES, FL. 33134  
Tel. (305) 442-9535

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

On-Line Industries, Inc.

2. The name and address of the registered agent and office is:

David P. Ryan, P.A. 2655 LeJeune Rd Ste #804  
(P.O. BOX NOT ACCEPTABLE)

Coral Gables, FL 33134  
(CITY/STATE/ZIP)

SIGNATURE

Lynn Keldberg

TITLE

President

DATE

1-18-98

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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER 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, FLORIDA STATUTES.

SIGNATURE

[Signature]

DATE

1/18/99