

TRANSMITTAL LETTER

PP9000013277

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

900002767899--5

-02/08/99--01113--018

*****78.75 *****78.75

SUBJECT: AFS Networks, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

*Peter gave auth
by phone to correct
the effective date.*

FROM: Suzanne Vaccola
Name (Printed or typed)
7716 Highlinds Circle
Address
Margate, FL 33063
City, State & Zip
(561) 487-1810
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 FEB - 8 PM 3: 00

FILED

EFFECTIVE DATE
2-4-99

*Rmc
2/9/99*

NOTE: Please provide the original and one copy of the articles.

Original

FILED

99 FEB -8 PM 3: 01

ARTICLES OF INCORPORATION
OF
AFS NETWORKS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

2-4-99

I, SUZANNE VOCCOLA being of legal age, do hereby sign these presents for the purpose of becoming a Corporation under the laws of State of Florida authorizing the formation of Corporation.

These Articles of Incorporation are to be effective on the 4th day of February, 19 99
(If no date is inserted, these Articles are to be effective as of the date of filing with the Secretary of State)

ARTICLE I

The name of the Corporation shall be:

AFS NETWORKS, INC.

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

CONSULTING

And to do any and all things and matters necessary and appertaining thereto and further enabling this corporation to engage in any activity or business permitted under the laws of the United States and of the Chapter 607 of the Florida Statutes and any successor or supplemental Statute or authority; to purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; capital stock owned by the corporation shall not be voted upon directly, nor counted as outstanding for the purpose of any stockholders' quorum or vote; and to do all acts and everything

necessary, suitable, convenient or proper for the accomplishment of any of the purposes hereinafter or before enumerated or incidental to the powers herein named, or which shall at any time appear conducive or expedient for the benefit or protection of the corporation, either as holders of, or interested in any property, or otherwise; and to exercise all of the powers which are now or may hereafter be conferred upon corporation generally by the laws of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

ONE THOUSAND (1,000) SHARES,
ONE (\$1.00) DOLLAR PAR VALUE,
COMMON STOCK

ARTICLE IV

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

ARTICLE V

The initial address of said corporation shall be :

7716 Highlands Circle Margate, FL 33063

with the privilege of having its office and branch offices at other places within or without the State of Florida.

ARTICLE VI

The number of Directors of this corporation shall be not less than one nor more than three, and the initial Board of Directors of this corporation shall be comprised of 1 members.

ARTICLE VII

The names and street addresses of the persons who are appointed to act as Directors until the first annual meeting of the stockholders or until their successors are elected and shall qualify are:

NAME	ADDRESS
SUZANNE VOCCOLA	7716 Highlands Circle Margate, FL 33063

ARTICLE VIII

The names and addresses of the person signing these Articles of Incorporation as a Subscriber and the number of shares each has agreed to purchase are as follows

NAME		NO OF SHARES
SUZANNE VOCCOLA	7716 Highlands Circle Margate, FL 33063	1,000

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon.

ARTICLE X

The address of the registered office of this corporation shall be:

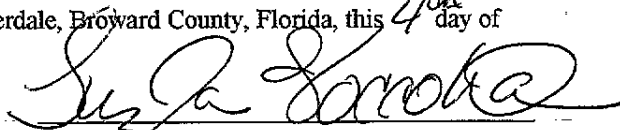
7716 Highlands Circle Margate, FL 33063

ARTICLE XI

The corporation has designated as its Registered Agent, Melissa Magano, who is a resident of the State of Florida, and whose business office is the same as that of the registered office.

IN WITNESS WHEREOF, I, the undersigned, being the original subscriber to the capital stock herinabove named, and for the purpose of forming a corporation pursuant to the corporation law of the State of Florida do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and do agree to take the number of shares of stock herinabove set forth, and accordingly have hereunto set our hands and seal at Fort Lauderdale, Broward County, Florida, this ^{4th} day of

February 1999.


Suzanne Veccola

STATE OF FLORIDA)

Palm Beach
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared SUZANNE VOCCOLA to me well known and known to be to be the individual discribed in and who executed the foregoing Certificate of Incorporation, and acknowledged before me that they executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at ^{*Palm Beach*} Broward, County, Florida, this *4* day of *February* 1999.

[Handwritten Signature] Seal

My Commission Expires: *1-22-2000*

NOTARY PUBLIC
STATE OF FLORIDA
DONNA M. YVANAUSKAS
COMMISSION # CC 526550
EXPIRES JAN 22, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

ACKNOWLEDGMENT

Having been named as Registered Agent for the above-stated Corporation at the place designated in these Articles, I hereby accept to act in this capacity, and agree to comply with the provision of all applicable statutes relative to keeping open said office.

[Handwritten Signature]
Registered Agent

FILED
99 FEB - 8 PM 3: 01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA