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LAW OFFICES OF
PETER C. BIANCHI, JR.

255 UNIVERSITY DRIVE
CORAL GABLES, FL 33134

TELEPHONE: (305) 567-0808
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 12 PM 12:54

March 10, 1999

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

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-03/12/99--01062--005
*****78.75 *****78.75

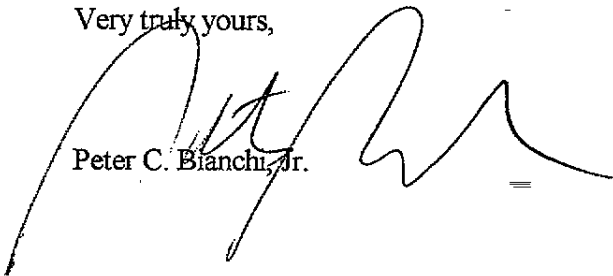
Re: ACTIVE NETWORKING SOLUTIONS CORP.

To whom it may concern:

Enclosed for filing are Articles of Incorporation of the above-referenced corporation, together with our check # 1918 in the amount of \$78.75 in payment of the filing fees, registered agent designation and certified copy. Please return the certified copy of the Articles of Incorporation to the undersigned.

Should you require anything further in connection with the filing of the enclosed Articles of Incorporation, please advise.

Very truly yours,


Peter C. Bianchi, Jr.

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ARTICLES OF INCORPORATION
OF
ACTIVE NETWORKING SOLUTIONS, CORP.

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ARTICLE I: NAME

The name of this Corporation is:

ACTIVE NETWORKING SOLUTIONS, CORP.

ARTICLE II: ADDRESS

The principal office and mailing address of the corporation shall be:

**8585 SW 127TH STREET
MIAMI, FL. 33156**

ARTICLE III: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE IV: STOCK

The Corporation is authorized to issue **ONE HUNDRED (100)** shares of common stock, par value of \$1.00 per share.

ARTICLE V: REGISTERED AGENT AND OFFICE

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

**PETER C. BIANCHI, JR.
255 University Drive
Coral Gables, FL 33134**

ARTICLE VI: PREFERRED SHARES/SPECIAL CLASS

This Corporation shall not issue preferred shares or a special class of shares in a series.

ARTICLE VII: PREEMPTIVE RIGHTS

The shareholders are entitled to preemptive rights.

ARTICLE VIII: DIRECTORS

The number of initial directors of the corporation is two (2). The name and address of the initial director of the corporation is:

ERIC J. ROSARIO
8585 SW 127TH STREET
MIAMI, FL. 33156

DEREK J. BELANGER
3110 AVIATION AVENUE
COCNUT GROVE, FL. 33133

The number of directors may be increased or decreased from time to time as provided in the by-laws of the corporation.

ARTICLE IX: OFFICERS

The President and Treasurer of the corporation shall be:

ERIC J. ROSARIO
8585 SW 127TH STREET
MIAMI, FL. 33156

The Vice-President and Secretary of the Corporation shall be:

DEREK J. BELANGER
3110 AVIATION AVENUE
COCONUT GROVE, FL. 33133

ARTICLE X: INCORPORATORS

The name and address of the Incorporator of the corporation is:

ERIC J. ROSARIO
8585 SW 127TH STREET
MIAMI, FL. 33156

ARTICLE XI: INDEMNIFICATION

The corporation agrees to indemnify its officers, directors and employees to the fullest extent allowed by law.

IN WITNESS WHEREOF, the undersigned have executed these Amended Articles of Incorporation this 5th day of March, 1999.

By: Eric Rosario
ERIC J. ROSARIO, as Incorporators

Derek Belanger
DEREK J. BELANGER, as Incorporators

STATE OF FLORIDA)
: ss
COUNTY OF MIAMI-DADE)

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BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set above, personally appeared ERIC J. ROSARIO, identified via Positively known and DEREK J. BELANGER, identified via FLDL B452-170-15-421-9, who, upon his oath, executed the foregoing instrument for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 5th day of March, 1999.

By: [Signature]
Notary Public, State of Florida

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent contained in the foregoing Articles of Incorporation.

By: [Signature]
Peter C. Bianchi, Jr.

Articles of Incorporation of
ACTIVE NETWORKING SOLUTIONS, CORP.