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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : PARCORP SERVICES, LTD.

Account Number : Il9990000011

: (727)576-6764

Phone Fax Number

4727)576-3863

FLORIDA PROFIT CORPORATION OR P.A.

First Class Networks Inc.

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FAX AUDIT NO. (((H99000008115 0)))

STATE OF FLORIDA ARTICLES OF INCORPORATION OF FIRST CLASS NETWORKS INC.

FIRST: The corporate name that satisfies the requirements of Section 607.0401 is: "FIRST CLASS NETWORKS INC."

SECOND: The street address of the initial principal office of the corporation shall be 430 NE 210th Circle Terrace # 102, Miami, Florida 33179 and the mailing address of the corporation shall be the same.

THIRD: The corporation may engage or transact in 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.

FOURTH: The number of shares the corporation is authorized to issue is 1,000 shares of common stock having No Par Value..

FIFTH: The street address of the initial registered office of the corporation is 430 NE 210th Circle Terrace # 102, Miami, Florida 33179 and the name of its initial registered agent at such address is: Matt Freund.

SIXTH: This corporation is to exist perpetually.

SEVENTH: The number of Directors constituting the initial Board of Directors of the Corporation is One (1), and the names and addresses of the persons who are to serve as Directors until the first annual meeting of the Shareholders or until their successors are elected and qualify are:

Matt Freund 430 NE 210th Circle Terrace # 102, Miami, Florida 33179

EIGHTH: The name and street address of the incorporator to these Articles of Incorporation:

Michael J. Jagoda

10460 Roosevelt Blvd., Suite 284, St. Petersburg, Florida 33716

IN WITNESS WHEREOF, the undersigned has executed these Articles of

Incorporation this 5th day of April, 1999.

Michael J. Jagoda, Incorporator

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Preparer Info:

Parcorp Services, Ltd. / Michael J. Jagoda, Phone 727-576-6764 10460 Roosevelt Blvd., Suite 284, St. Petersburg, FL 33716

FAX AUDIT NO. (((H99000008115 0)))

PARCORP

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FAX AUDIT NO. (((H99000008115 0)))

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

FIRST CLASS NETWORKS INC.

Acceptance by the Registered Agent as required in section 607.0501 (3) F.S.: MATT FREUND, is familiar with and accepts the obligations provided for in Section 607.0505.

Dated: April 5, 1999

MATT FREUND

99 APR - 1 MID: 36
SECRETARSEE FLORIDA
TALLAHASSEE FLORIDA

FAX AUDIT NO. (((H99000008115 0)))