

TRANSMITTAL LETTER

P99000035004

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

SUBJECT: National Websurf, Inc.
(Proposed corporate name - must include suffix)

100002840321--8
-04/15/99--01081--003
*****87.50 *****87.50

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

FROM: Craig Perry
Name (Printed or typed)

18652 US 41
Address

Brooksville, FL, 34610
City, State & Zip

352-797-6111
Daytime Telephone number

FILED
99 APR 15 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

CB
4-16-99
3

ARTICLES OF INCORPORATION

FILED
99 APR 15 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

FIRST: The name of the corporation (hereinafter called the corporation) is National Websurf, Inc.

SECOND: The duration of the corporation shall be perpetual.

THIRD: The purpose for which the corporation is organized, which shall include the transaction of any and all lawful business for which corporations may be incorporated under the provisions of the Florida Business Corporations Act.

FORTH: The total number of shares of capital stock which the corporation has authority to issue is 200,000 divided into 100,000 shares of Class A common stock with \$.01 par value and 100,000 shares of Class B common stock with \$.01 par value.

The following is a description of each class of stock of the corporation with the following preferences, conversion, and other rights, restrictions, voting powers, and qualifications of each class:

1. Except as hereinafter provided with respect to voting powers, the Class A common stock and the Class B common stock of the corporation shall be identical in all respects.
2. With respect to voting powers, except as otherwise required by the laws of the state of Florida, the holders of Class A common stock shall possess all voting powers for all purposes including, by way of illustration and not of limitation, the election of directors, and holders of Class B common stock shall have no voting power whatsoever, and no holder of Class B common stock shall vote on or otherwise participate in any proceedings in which actions shall be taken by the corporation or the stockholders thereof or be entitled to notification as to any meetings of the Board of Directors or the stockholders.

FIFTH: No holder of any of the shares of any class of the corporation shall be entitled as of right to subscribe for, purchase, or otherwise acquire any shares of any class of the corporation which the corporation proposes to issue or any rights or opinions which the corporation proposes to grant for the purchase of shares of any class of the corporation or for the purchase of any shares, bonds, securities, or obligations of the corporation which are convertible into or exchangeable for, or which carry any rights, to subscribe for, purchase, or otherwise acquire shares of any class of the corporation; and any and all of such shares, bonds, securities, or obligations of the corporation, whether now or hereafter authorized or created, may be issued, or may be reissued or transferred if the same have been reacquired and have treasury status, and any and all of such rights and opinions may be granted by the Board of Directors to such persons, firms, corporations, and associations, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine, without first offering the same, or any thereof, to any said holder.

SIXTH: 1. The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporations Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of stockholders, or disinterested directors, or otherwise, both as to action in his or her official capacity and as to action while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

3. The stated capital of the corporation may be reduced by the Board of Directors, without the assent of the stockholders.

SEVENTH: The principal place of business and mailing address of the corporation in the State of Florida is 18652 US 41 Brooksville, Florida 34610.

The name and street address of the initial registered agent of the corporation are:
Anthony Fraccaluieri 18652 US 41 Brooksville, Florida 34610.

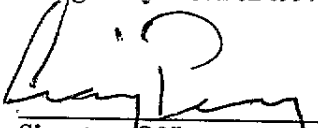
EIGHTH: The number of directors constituting the initial Board of Directors of the corporation is one (1).

The names and addresses of the persons who are to serve as members of the initial Board of Directors are as follows:

Craig Perry P.O. Box 6997 Spring Hill, Florida 34611

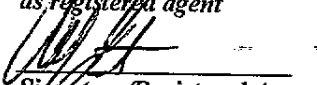
NINTH: The provisions for the regulation of the internal affairs of the corporation shall be as set forth in the bylaws.

TENTH: The name and address of the incorporator of these Articles of Incorporation are:
Craig Perry P.O. Box 6997 Spring Hill, Florida 34611


Signature Of Incorporator

3-29-99
Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statues relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent


Signature/Registered Agent

3-29-99
Date

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TALLAHASSEE, FLORIDA