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Florida Department of State
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To: Division of Corporations
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From: Account Name : QUARLES & BRADY
Account Number : I19900000001
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FLORIDA PROFIT CORPORATION OR P.A.

Americanfreeway.com, Inc.

Certificate of Status	1
Certified Copy	0
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

Americanfreeway.com, Inc.

I, the undersigned natural person, acting as incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I
Name

The name of the corporation is Americanfreeway.com, Inc.

ARTICLE II
Principal Office and Mailing Address

The address of the principal office of the corporation is 751 Park of Commerce Drive, Suite 128, Boca Raton, FL 33487.

ARTICLE III
Purposes

The purposes for which the corporation is organized are to engage in any lawful activity within the purposes for which a corporation may be organized under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes.

ARTICLE IV
Capital Stock

The aggregate number of shares which the corporation shall have authority to issue is One Million (1,000,000.00) shares, consisting of one class only, designated as "Common Stock," of the par value of (\$1.00) per share.

Prepared By:

Nancy B. Colman, Esquire
Quarles & Brady LLP
1900 Glades Road, Suite 280
Boca Raton, FL 33431
(561) 368-5400

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ARTICLE V
Directors

The affairs of the corporation shall be managed by a Board of Directors whose number and qualifications shall be fixed by the Bylaws.

ARTICLE VI
Right to Purchase Own Shares

The corporation shall have the right to acquire its own shares from time to time, upon such terms and conditions as the Board of Directors shall fix.

ARTICLE VII
Registered Office and Agent

The address of the initial registered office of the corporation is 222 Lakeview Avenue, Fourth Floor, West Palm Beach, Florida 33402, and the name of its initial registered agent at such address is Florida-Lawdock, Inc.

ARTICLE VIII
Incorporator

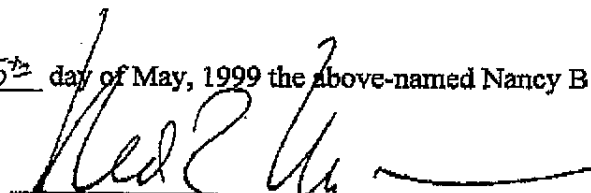
The name and address of the incorporator is NANCY B. COLMAN, One Lincoln Place, 1900 Glades Road, Suite 280, Boca Raton, Florida 33431,

Executed this 5th day of May, 1999.


Nancy B. Colman, Incorporator

STATE OF FLORIDA)
) SS
PALM BEACH COUNTY)

Personally appeared before me this 5th day of May, 1999 the above-named Nancy B. Colman. She is personally known to me.


Notary Public
My Commission Expires:

(NOTARY SEAL)

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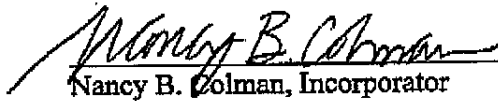


Ned R. Nashben
MY COMMISSION # C0634526 EXPIRES
APR 27, 2003
BONDED THRU TITUS FARM INSURANCE, INC.

**CERTIFICATE OF ACCEPTANCE OF DESIGNATED REGISTERED AGENT AND
REGISTERED OFFICE FOR SERVICE OF PROCESS.**

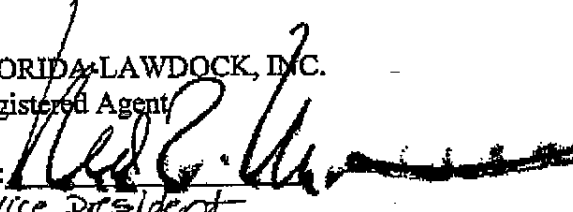
In compliance with Section 48.091, Florida Statutes, the following is submitted:

1. That Americanfreeway.com, Inc., desiring to organize under the laws of the State of Florida, has named Florida-Lawdock, Inc. located at 222 Lakeview Avenue, Fourth Floor, P.O. Box 3188, West Palm Beach, Florida 33402-3188, as its agent to accept service of process within Florida.


Nancy B. Colman, Incorporator
Dated: May 5, 1999.

2. That, having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provisions of Chapter 48.091, F.S., relative to keeping open said office.

FLORIDA-LAWDOCK, INC.
Registered Agent

By: 
Vice President
Dated: May 5, 1999.

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