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Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : ACE INDUSTRIES, INC.

Account Number : 070744001530

Phone : (305) 358-2571

Fax Number : (305) 358-7832

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

PROSERVER INC.

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ARTICLES OF INCORPORATION

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TALLAHASSEE FLORIDA

Article 1: Name of Corporation: PROSERVER USA.NET, INC.

Address of Corporation: 21218 ST. ANDREWS BLVD. SUITE 1-312
BOCA RATON, FL. 33433

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000, with a par value of \$1.00.
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: RENE SERRATO

REGISTERED OFFICE: 21218 ST. ANDREWS BLVD. SUITE 1-312
BOCA RATON, FL. 33433

* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

06 / 25 / 99
Date


Signature of Registered Agent

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).
First listed is President, second is Vice President, then Secretary/Treasurer.

1. RENE SERRATO 21218 ST. ANDREWS BLVD. SUITE 1-312 BOCA RATON, FL. 33433
2. JAMES R. DAIGLE 21218 ST. ANDREWS BLVD. SUITE 1-312 BOCA RATON, FL. 33433
3. CHARLES WILLMORE 21218 ST. ANDREWS BLVD. SUITE 1-312 BOCA RATON, FL. 33433
4. GERMAN GARCIA 21218 ST. ANDREWS BLVD. SUITE 1-312 BOCA RATON, FL. 33433

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

JAMES R. DAIGLE
21218 ST. ANDREWS BLVD. SUITE 1-312
BOCA RATON, FL. 33433

In witness whereof, I have subscribed my name:


Signature of Incorporator

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Prepared by: Ace Industries, Inc., 54 NW 11th Street, Miami, FL 33136, (305) 358-2571