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GLENN C. HENDERSON
DONALD J. KISLAN

OUR FILE NO.:

June 30, 1999

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

400002923844--7
-07/06/99-01114-007
****122.50 *****78.75

RE: INDUSTRY NETWORK, INC.

Dear Sir:

Enclosed is the original and one copy of the Articles of Incorporation for the above referenced corporation. Please file the original Articles and return one certified copy to me. Also enclosed is our check in the amount of \$122.50 representing:

Filing Fee	\$35.00
Registered Agent Fee	35.00
Certified copy	<u>52.50</u>
Total	\$122.50

Should you have any questions, please feel free to contact me.

Respectfully,

Glenn C. Henderson

GLENN C. HENDERSON

GCH/dsh

Enclosure

FILED
99 JUL -6 AM 9:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

T BROWN JUL 14 1999

ARTICLES OF INCORPORATION
OF
INDUSTRY NETWORK, INC.

FILED
99 JUL -6 AM 9:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE
CORPORATE NAME

The name of this corporation is INDUSTRY NETWORK, INC.

ARTICLE TWO
DURATION

This corporation shall exist perpetually unless sooner dissolved according to law. The commencement of corporate existence of this corporation shall be on the date these Articles are filed by the Department of State.

ARTICLE THREE
PURPOSE

The general nature of the business of this corporation shall be any and all activities or businesses permitted under laws of the United States of America and the State of Florida.

ARTICLE FOUR
CAPITAL STOCK

The amount of total authorized capital stock of this corporation shall be 100 shares of common stock, no par value each share, and all such stock shall be

payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

The said capital stock is being issued pursuant to Section 1244 of the Federal Internal Revenue Code.

ARTICLE FIVE PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE SIX REGISTERED OFFICE AND AGENT

The principal place of business of this corporation shall be 7770 Davie Road Extension, Hollywood, Florida, 33024, with the privilege of having branch offices at any other place, and the Registered Agent for service shall be:

Donald J. Kisslan
4431 SW 64th Avenue
Suite 119
Davie, Florida 33314

ARTICLE SEVEN INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially; the number of directors may be either increased or diminished from time to time by the By-Laws,

but never shall be less than one.

The officers of this corporation shall be president, vice-president, secretary, treasurer or assistants thereof, as the directors may determine.

ARTICLE EIGHT INCORPORATORS

The names and addresses of the incorporators are:

Donald J. Kisslan	4431 SW 64 th Avenue Suite 119 Davie, Florida 33314
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ARTICLE NINE INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE TEN AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stock holders and approved at a stockholders' meeting, after due notice given, by vote of the majority of the stock entitled to vote thereon and present at said meeting.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 16th day of July, 1999.

WITNESSES:

Donna Henderson
Denise C. Ryan

Donald J. Kisslan
Donald J. Kisslan

STATE OF FLORIDA)

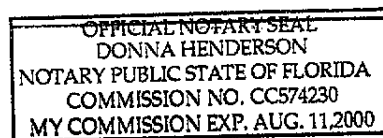
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Donald J. Kisslan to me known and known to me to be the persons who executed the foregoing Articles of Incorporation for the uses and purposes therein contained.

WITNESS my hand and official seal this 15th day of July, 1999, at Davie, Broward County, Florida.

Donna Henderson
NOTARY PUBLIC

My commission expires:




**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. Name of the corporation is: INDUSTRY NETWORK, INC.
2. Name and address of the registered agent and office is:

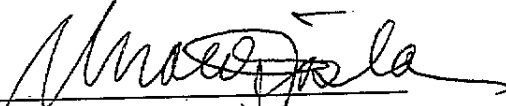
Donald J. Kisslan
4431 SW 64th Avenue
Suite 119
Davie, Florida 33314

BY: 
(Corporate Officer)

Title Incorporator

Date 7/1/99

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Chapter 607 Florida Statutes.

BY: 
(Registered Agent)

Date 7/1/99

FILED
99 JUL -6 AM 9:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA